

INGLES MARKETS INC
Form 4
September 03, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Ingle Sharp Laura

(Last) (First) (Middle)

2913 US HIGHWAY 70 WEST

(Street)

BLACK MOUNTAIN, NC 28711

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

INGLES MARKETS INC [IMKTA]

3. Date of Earliest Transaction (Month/Day/Year)

08/28/2013

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	08/28/2013		M		100,000	A	\$ 0 ⁽¹⁾
Class A Common Stock	08/29/2013		S		2,000	D	\$ 25
Class A Common Stock	08/29/2013		S		2,000	D	\$ 25.0011
Class A Common Stock	08/29/2013		S		2,000	D	\$ 25.0017

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Class A Common Stock	08/29/2013		S	2,000	D	\$ 25.0021	92,000	D	
Class A Common Stock	08/29/2013		S	2,000	D	\$ 25.015	90,000	D	
Class A Common Stock	08/29/2013		S	2,000	D	\$ 25.0327	88,000	D	
Class A Common Stock	08/29/2013		S	2,000	D	\$ 25.0563	86,000	D	
Class A Common Stock	09/03/2013		S	2,150	D	\$ 26.0258	83,850	D	
Class A Common Stock	09/03/2013		S	4,298	D	\$ 26.122	79,552	D	
Class A Common Stock	09/03/2013		S	4,850	D	\$ 26.1353	74,702	D	
Class A Common Stock	09/03/2013		S	2,702	D	\$ 26.3714	72,000	D	
Class A Common Stock	09/03/2013		S	1,750	D	\$ 27.5581	70,250	D	
Class A Common Stock	09/03/2013		S	5,250	D	\$ 27.5982	65,000 ⁽²⁾	D	
Class A Common Stock							686.1	I	By Minor Children ⁽³⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8.
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Class B Common Stock	(4)	08/28/2013	M	100,000	(4)	(4)	Class A Common Stock	100,000		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ingle Sharp Laura 2913 US HIGHWAY 70 WEST BLACK MOUNTAIN, NC 28711		X		

Signatures

Ronald B. Freeman, as attorney-in-fact	07/01/2013
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Class B Common Stock may be converted to Class A Common Stock on a 1-for-1 basis without additional consideration.
- (2) Reflects the remaining shares of a gift to the reporting person, which will be reported on a Form 5 following the Issuer's fiscal year end.
- (3) The shares are held by the reporting person's minor children through a dividend reinvestment plan.
- (4) Class B Common Stock is convertible into Class A Common Stock at any time on a one-for-one basis, and has no expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.