

INGLES MARKETS INC  
Form 4  
September 03, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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

2. Issuer Name and Ticker or Trading Symbol  
INGLES MARKETS INC [IMKTA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2913 US HIGHWAY 70 WEST  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/28/2013

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

BLACK MOUNTAIN, NC 28711  
(City) (State) (Zip)

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

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

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.**

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(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<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) |         |     |                     |                    |                            |                                  |
|----------------------------|------------------------------------|------------------|------------|---|---------|-----|---------------------|--------------------|----------------------------|----------------------------------|
|                            |                                    |                  | Code       | V   | (A)     | (D) | Date<br>Exercisable | Expiration<br>Date | Title                      | Amount or<br>Number of<br>Shares |
| Class B<br>Common<br>Stock | (4)                                | 08/28/2013       | M          |   | 100,000 |     | (4)                 | (4)                | Class A<br>Common<br>Stock | 100,000                          |

Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Ingle Sharp Laura<br>2913 US HIGHWAY 70 WEST<br>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.