#### **INGLES MARKETS INC**

Form 4

March 07, 2006

# FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

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**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * INGLE ROBERT P			2. Issuer Name <b>and</b> Ticker or Trading Symbol INGLES MARKETS INC [IMKTA]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)			
2913 US HIGHWAY 70 WEST			(Month/Day/Year) 03/03/2006	X Director 10% Owner X Officer (give titleX Other (specify below)   Chairman and CEO / Profit Sharing Plan   Trustee			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
BLACK MOUNTAIN, NC 28711			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owned			

(City)	(State)	Tabl	e I - Non-L	Perivative	Secur	rities Acq	uired, Disposed o	f, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities Acquired or(A) or Disposed of (D (Instr. 3, 4 and 5)  (A) or		d of (D) 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)
Class A Common Stock	03/03/2006		Code V <u>J(1)</u>	Amount 1,576	(D)	Price \$ 16.2	38,202	I	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006		<u>J(1)</u>	1,015	D	\$ 16.21	37,187	I	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006		<u>J(1)</u>	4,441	D	\$ 16.22	32,746	I	By Employee Benefit

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								Plan Trust
Class A Common Stock	03/03/2006	J <u>(1)</u>	1,173	D	\$ 16.23	31,573	I	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006	J <u>(1)</u>	157	D	\$ 16.24	31,416	I	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006	J <u>(1)</u>	5,100	D	\$ 16.25	26,316	I	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006	J <u>(1)</u>	1,400	D	\$ 16.26	24,916	I	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006	J <u>(1)</u>	230	D	\$ 16.27	24,686	Ι	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006	J <u>(1)</u>	2,038	D	\$ 16.28	22,648	I	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006	J <u>(1)</u>	100	D	\$ 16.29	22,548	Ι	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006	J <u>(1)</u>	403	D	\$ 16.4	22,145	Ι	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006	J <u>(1)</u>	200	D	\$ 16.41	21,945	I	By Employee Benefit Plan Trust
Class A Common Stock	03/03/2006	J <u>(1)</u>	100	D	\$ 16.42	21,845	I	By Employee Benefit Plan Trust
Class A Common Stock						80,000	D	

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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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	iorNumber	Expiration Da	ate	Amou	nt of	Derivative	]
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	5
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	J
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						]
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m 1	or		
						Exercisable	Date	Title	Number		
				~					of		
				Code V	(A) $(D)$				Shares		

### **Reporting Owners**

Reporting Owner Name / Address				Keiationsinps	
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Director 10% Owner Officer Other

Deletionshine

2913 US HIGHWAY 70 WEST **BLACK MOUNTAIN, NC 28711** 

X Chairman and CEO Profit Sharing Plan Trustee

## **Signatures**

**INGLE ROBERT P** 

Ronald B.

Freeman/Attorney-in-Fact 03/07/2006

\*\*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).

The reported transactions constitute sales of Class A Common Stock to meet the liquidity needs of the Ingles Markets Investment/Profit Sharing Plan (the "Plan"). The number of shares reported as sold and as beneficially owned reflect the total number of shares sold or owned by the Plan for the benefit of all Plan participants. The reporting person is a trustee of the Plan. The reporting person disclaims

beneficial ownership of the reported securities except to the extent of his or her pecuniary interest therein, if any, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose except to the extent of his or her pecuniary interest therein.

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.

Reporting Owners 3

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