

INGLES MARKETS INC  
 Form 5  
 November 14, 2014

**FORM 5**

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**INGLE ROBERT P II**  
  
 (Last) (First) (Middle)  
  
**2913 US HIGHWAY 70 WEST**  
  
 (Street)

2. Issuer Name and Ticker or Trading Symbol  
**INGLES MARKETS INC [IMKTA]**  
  
 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**09/27/2014**

5. Relationship of Reporting Person(s) to Issuer  
  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman & CEO

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

6. Individual or Joint/Group Reporting  
  
 (check applicable line)

**BLACK MOUNTAIN, NC 28711**

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (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	09/30/2013	Â	M4	14,250	A	\$ 0	128,582 <sup>(1)</sup>	I	By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	09/30/2013	Â	S4	7,000	D	\$ 28.509	121,582 <sup>(1)</sup>	I	By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	09/30/2013	Â	S4	7,250	D	\$	114,332 <sup>(1)</sup>	I	By Profit

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Common Stock							28,522			Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	02/12/2014	Â	M4	19,000	A	\$ 0	133,332 <sup>(1)</sup>	I		By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	02/12/2014	Â	S4	14,000	D	\$ 22.413	119,332 <sup>(1)</sup>	I		By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	02/12/2014	Â	S4	2,000	D	\$ 22.407	117,332 <sup>(1)</sup>	I		By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	02/12/2014	Â	S4	3,000	D	\$ 22.42	114,332 <sup>(1)</sup>	I		By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	03/04/2014	Â	M4	8,600	A	\$ 0	122,932 <sup>(1)</sup>	I		By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	03/04/2014	Â	S4	4,860	D	\$ 23.854	118,072 <sup>(1)</sup>	I		By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	03/04/2014	Â	S4	1,064	D	\$ 23.844	117,008 <sup>(1)</sup>	I		By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	03/04/2014	Â	S4	2,676	D	\$ 23.824	114,332 <sup>(1)</sup>	I		By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	06/11/2014	Â	M4	5,500	A	\$ 0	119,832 <sup>(1)</sup>	I		By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common Stock	06/11/2014	Â	S4	2,676	D	\$ 27.231	117,156 <sup>(1)</sup>	I		By Profit Sharing Plan Trust <sup>(2)</sup>
Class A Common	06/11/2014	Â	S4	2,112	D	\$ 27.078	115,044 <sup>(1)</sup>	I		By Profit Sharing

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Stock									Plan Trust (2)
Class A Common Stock	06/11/2014	Â	S4	712	D	\$ 27.121	114,332 (1)	I	By Profit Sharing Plan Trust (2)

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	Â	09/30/2013	Â	M4	Â	14,250	Â (3)	Â (3)	Class A Common Stock	14,250
Class B Common Stock	Â	02/12/2014	Â	M4	Â	19,000	Â (3)	Â (3)	Class A Common Stock	19,000
Class B Common Stock	Â	03/04/2014	Â	M4	Â	8,600	Â (3)	Â (3)	Class A Common Stock	8,600
Class B Common Stock	Â	03/26/2014	Â	J4 (4)	Â	44,000	Â (3)	Â (3)	Class A Common Stock	44,000
Class B Common Stock	Â	06/11/2014	Â	M4	Â	5,500	Â (3)	Â (3)	Class A Common Stock	5,500
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â (3)	Â (3)	Class A Common Stock	130,874

