

INSIGHT ENTERPRISES INC
 Form 3
 May 26, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Orlando Carmela | | (Month/Day/Year) | INSIGHT ENTERPRISES INC [NSIT] | |
| (Last) | (First) | (Middle) | 05/16/2005 | |
| 1305 WEST AUTO DRIVE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| TEMPE,Â AZÂ 85284 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | VP, GM of Subsidiary | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 7,500 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|-----------------------------|---------------------------|------------|--------------|--------|------------|-------------------|---|
| Stock Option (right to buy) | 12/20/2001 ⁽¹⁾ | 12/20/2010 | Common Stock | 1,666 | \$ 13.9375 | D | Â |
| Stock Option (right to buy) | 04/16/2002 ⁽²⁾ | 04/16/2011 | Common Stock | 10,000 | \$ 18.93 | D | Â |
| Stock Option (right to buy) | 09/28/2002 ⁽³⁾ | 09/28/2011 | Common Stock | 4,234 | \$ 14.14 | D | Â |
| Stock Option (right to buy) | 10/09/2002 ⁽⁴⁾ | 10/09/2006 | Common Stock | 18,750 | \$ 14.11 | D | Â |
| Stock Option (right to buy) | 11/15/2003 ⁽⁵⁾ | 11/15/2007 | Common Stock | 4,500 | \$ 8.45 | D | Â |
| Stock Option (right to buy) | 01/29/2004 ⁽⁶⁾ | 01/29/2008 | Common Stock | 16,667 | \$ 7.74 | D | Â |
| Stock Option (right to buy) | 12/01/2004 ⁽⁷⁾ | 02/04/2009 | Common Stock | 23,250 | \$ 21.25 | D | Â |
| Stock Option (right to buy) | 08/26/2005 ⁽⁸⁾ | 08/26/2009 | Common Stock | 15,000 | \$ 16.18 | D | Â |
| Stock Option (right to buy) | 05/06/2006 ⁽⁹⁾ | 05/06/2010 | Common Stock | 19,000 | \$ 18.53 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Orlando Carmela 1305 WEST AUTO DRIVE TEMPE, AZ 85284 | Â | Â | Â VP, GM of Subsidiary | Â |

Signatures

Mark N. Rogers, by Power of Attorney, for Carmela
Orlando 05/26/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Initial grant was for 5,000 shares; this option vested as to 1,667 shares on 12/20/01, 1,667 shares on 12/20/02 and 1,666 shares on 12/20/03.
- (2) The option vested as to 5,000 shares on 04/16/02 and 5,000 shares on 04/16/03.
- (3) Initial grant was for 5,000 shares; this option vested as to 1,667 shares on 09/28/02, 1,667 shares on 09/28/03 and 1,666 shares on 09/28/04.
- (4) The option vested as to 9,375 shares on 10/09/02 and 9,375 shares on 10/09/03.

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- (5) Initial grant was for 9,000 shares; this option vested as to 4,500 shares on 11/15/03 and 4,500 shares on 11/15/04.
- (6) The option vested as to 8,334 shares on 01/29/04 and 8,333 shares on 01/29/05 and vests as to 8,333 shares on 01/29/06.
- (7) The option vested as to 5,813 shares on 12/01/04 and vests as to 5,813 shares on 12/01/05, 5,812 shares on 12/01/06 and 5,812 shares on 12/01/07.
- (8) The options vests as to 5,000 shares on 08/26/05, 5,000 shares on 08/26/06 and 5,000 shares on 08/26/07.
- (9) The option vests as to 6,334 shares on 05/06/06, 6,333 shares on 05/06/07 and 6,333 shares on 05/06/08.

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.