

INGLES MARKETS INC  
Form 4  
March 07, 2006

**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 \*  
INGLES MARKETS INC  
INVESTMENT/PROFIT SHARING  
PLAN TRUST

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)  
03/06/2006

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
 10% Owner  
\_\_\_\_ 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 or Price			
Class A Common Stock	03/06/2006		S		1,700 D \$ 16	20,145	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006		S		2,400 D \$ 16.01	17,745	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006		S		463 D \$ 16.02	17,282	I	By Employee Benefit Plan Trust

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Class A Common Stock	03/06/2006	S	537	D	\$ 16.03	16,745	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	600	D	\$ 16.04	16,145	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	311	D	\$ 16.05	15,834	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	400	D	\$ 16.06	15,434	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	390	D	\$ 16.07	15,044	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	2,400	D	\$ 16.11	12,644	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	2,500	D	\$ 16.19	10,144	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	600	D	\$ 16.2	9,544	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	2,400	D	\$ 16.21	7,144	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	200	D	\$ 16.22	6,944	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	200	D	\$ 16.23	6,744	I	By Employee Benefit Plan Trust
	03/06/2006	S	500	D		6,244	I	

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Class A Common Stock					\$ 16.24			By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	1,200	D	\$ 16.26	5,044	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	100	D	\$ 16.27	4,944	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	270	D	\$ 16.28	4,674	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	400	D	\$ 16.41	4,274	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	1,196	D	\$ 16.42	3,078	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	370	D	\$ 16.43	2,708	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	130	D	\$ 16.44	2,578	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	100	D	\$ 16.55	2,478	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	100	D	\$ 16.71	2,378	I	By Employee Benefit Plan Trust
Class A Common Stock	03/06/2006	S	100	D	\$ 16.72	2,278	I	By Employee Benefit Plan Trust

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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)

Table with columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, 4. Transaction Code, 5. Number of Derivative Securities, 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Price of Derivative Security, 9. Number of Derivative Securities.

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry for INGLES MARKETS INC INVESTMENT/PROFIT SHARING PLAN TRUST with 10% Owner relationship marked 'X'.

Signatures

James W. Lanning 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).
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.