### Edgar Filing: INSIGHT ENTERPRISES INC - Form 4

INSIGHT EN	NTERPRISES IN	C									
Form 4		C									
February 23,	2009										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB										PPROVAL	
	SIAIES	SECURITIES AND EXCHANGE C Washington, D.C. 20549				NGE (	COMMISSION	OMB Number:	3235-0287		
Check thi if no long	er	STATEMENT OF CHANGES IN BENEFICIAL OWNERSE SECURITIES							Expires:	January 31, 2005	
subject to	, SIAIEM								Estimated a	average	
Section 1 Form 4 or									burden hou response	•	
Form 5	Filed purs	suant to S	Section 16	6(a) of the	e Securit	ies E	xchang	e Act of 1934,			
obligation may cont				•	•	· ·		f 1935 or Sectio	n		
See Instru		30(h)	of the Inv	vestment	Compan	y Act	t of 194	40			
1(b).											
(Print or Type F	Responses)										
SPEIDEL STEPHEN Symb				2. Issuer Name <b>and</b> Ticker or Trading Symbol NSIGHT ENTERPRISES INC				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	liddle)	3. Date of Earliest Transaction					Director 10% Owner			
				(Month/Day/Year) 02/19/2009				X Officer (give title Other (specify below) below) Chief Information Officer			
			02/19/20								
				. If Amendment, Date Original iled(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>			
(City)	(State) (	(Zip)			• .• .						
								uired, Disposed of		•	
1.Title of Security	2. Transaction Date 2A. 1 (Month/Day/Year) Exec		-			5. Amount of Securities	6. Ownership Form: Direct				
(Instr. 3)	()	any	Code (D)					Beneficially	(D) or I	Beneficial	
		(Month/	(Day/Year) (Instr. 8) (Instr. 3, 4 and 5)			5)	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
(A)							Reported				
						or		Transaction(s) (Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price	(			
Stock	02/19/2009			М	3,733	А	\$0	13,650	D		
Common	02/19/2009			F	1,330	D	\$ 2.79	12,320	D		
Stock	02/19/2009			1	1,550	(1)	2.79	12,320	D		

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. Transactio Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	02/19/2009(2)		М		3,733	(2)	(2)	Common Stock	3,733
Restricted Stock Units	<u>(3)</u>	02/20/2009		А	17,827		<u>(4)</u>	(4)	Common Stock	17,827
Restricted Stock Units	<u>(3)</u>	02/20/2009		А	26,741		(5)	(5)	Common Stock	26,741

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SPEIDEL STEPHEN 1305 W AUTO DRIVE TEMPE, AZ 85284			Chief Information Officer				
Signatures							
	<b>C C</b>	•. •					

Mark N. Rogers, by Power of Attorney, for Stephen Speidel

<u>\*\*</u>Signature of Reporting Person

02/23/2009 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) Insight Enterprises, Inc. has withheld the number of whole shares necessary to satisfy the minimum statutory tax withholding obligations. The value of the vested shares (and the taxable income) is calculated based on the closing price on the vesting date.

The number of stock units increased with actual earnings per share (for the quarter ending December 31, 2007, on a consolidated
 (2) non-GAAP diluted basis) greater than target earnings per shares, and the restricted stock units vest in three equal installments beginning February 19, 2008.

- (3) Each restricted stock unit represents a contingent right to receive one share of Common Stock of Insight Enterprises, Inc.
- (4) The restricted stock units were granted on February 20, 2009, with vesting to occur in three equal installments beginning February 20, 2010.
- (5)

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The number of restricted stock units increases or decreases with actual earnings per share (for the fiscal year ending December 31, 2009, on a consolidated non-GAAP diluted basis) greater or less than target earnings per share, and the restricted stock units vest in three equal installments beginning February 20, 2010.

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.