

Edgar Filing: INGLES MARKETS INC - Form 8-K

INGLES MARKETS INC  
Form 8-K  
August 30, 2007

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

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 29, 2007

INGLES MARKETS, INCORPORATED

(Exact name of registrant as specified in its charter)

|   |  |   |
|---|--|---|
| North Carolina<br>(State or other jurisdiction<br>of incorporation) | 0-14706<br>(Commission<br>File Number) | 56-0846267<br>(IRS Employer<br>Identification Number) |
|---|--|---|

|  |                     |
|--|---------------------|
| P.O. Box 6676, Asheville, NC<br>(Address of principal executive offices) | 28816<br>(Zip Code) |
|--|---------------------|

|  |                |
|--|----------------|
| Registrant's telephone number, including area code | (828) 669-2941 |
|--|----------------|

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.03 Amendment to Articles of Incorporation or Bylaws; Changes in Fiscal Year

On August 29, 2007, the Board of Directors (the "Board") of Ingles Markets, Incorporated, a North Carolina corporation (the "Registrant") approved an amendment and restatement (the "Restatement") of the Registrant's Bylaws (the "Bylaws"), to be effective as of such date.

The Restatement amended the following provisions:

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- 1) Section 2.1 of the Bylaws was amended to permit direct registration of shares of the Registrant's capital stock in accordance with the rules and regulations promulgated by The Nasdaq Stock Market, Inc. Prior to the Restatement, the Bylaws required physical stock certificates to be issued to each of the Registrant's shareholders.
- 2) Section 7.3 of the Bylaws was amended to permit the office of the Chairman of the Board and the office of the Registrant's Chief Executive Officer to be vested in two different individuals. Prior to the Restatement, the same individual was required to serve as the Chairman of the Board and the Registrant's Chief Executive Officer. The Restatement also more clearly delineated the duties and responsibilities of the Chairman of the Board, and the duties and responsibilities of the Registrant's Chief Executive Officer and President. In connection with the foregoing amendment, certain paragraphs of the Bylaws were renumbered.

The foregoing description of the Restatement does not purport to be complete and is qualified in its entirety by reference to such document, a copy of which is filed as an exhibit to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

| Exhibit No. | Description   |
|-------------|---|
| -----       | -----   |
| 3.1         | Amended and Restated Bylaws of Ingles Markets, Incorporated |

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 30, 2007

INGLES MARKETS, INCORPORATED

By: /s/Ronald B. Freeman  
-----  
Ronald B. Freeman  
Chief Financial Officer

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EXHIBIT INDEX

| Exhibit No. | Description   |
|-------------|---|
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