

INGLES MARKETS INC

Form 8-K

May 11, 2009

**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) May 11, 2009

INGLES MARKETS, INCORPORATED

(Exact name of registrant as specified in its charter)

North Carolina 0-14706 56-0846267  
(State or other jurisdiction (Commission (IRS Employer

of incorporation) File Number) Identification No.)

P.O. Box 6676, Asheville, NC 28816  
(Address of principal executive offices) (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 8.01. Other Events.**

On May 11, 2009, Ingles Markets, Incorporated issued a press release announcing the preliminary results in connection with its previously announced tender offer and consent solicitation (the "Offer") for its 8 7/8% Senior Subordinated Notes due 2011 (CUSIP No. 457030AC8) and other matters related to the Offer. The press release is attached as Exhibit 99.1 to this Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description of Exhibit</u>
99.1	Press release of Ingles Markets, Incorporated issued May 11, 2009

---

**SIGNATURES**

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

INGLES MARKETS, INCORPORATED

(Registrant)

Date: May 11, 2009

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

---

EXHIBIT INDEX

Exhibit Description

99.1 Press Release of Ingles Markets, Incorporated issued May 11, 2009