

FISHER MICHAEL M  
Form 4  
May 14, 2018

**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 \*  
FISHER MICHAEL M

2. Issuer Name and Ticker or Trading Symbol  
INSIGHT ENTERPRISES INC  
[NSIT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
6820 SOUTH HARL AVENUE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/10/2018

Director  10% Owner  
 Officer (give title below)  Other (specify below)

TEMPE, AZ 85283  
(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)<br>Code V Amount (D) Price                             |   |  |                                   |
| Common Stock                    | 05/10/2018                           |  | M                              | 1,034 A \$ 0  | 15,037  | I  | By Trust                          |
| Common Stock                    | 05/10/2018                           |  | M                              | 2,394 A \$ 0  | 17,431  | I  | By Trust                          |
| Common Stock                    | 05/10/2018                           |  | M                              | 2,537 A \$ 0  | 19,968  | I  | By Trust                          |

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

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(9-02)

number.

**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. Transaction Code (Instr. 8) | 5. Number of Derivative 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) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Restricted Stock Units                     | (1)  | 05/10/2018                           |  | M                              | 1,034   | (2) (2)  | Common Stock  | 1,034   |
| Restricted Stock Units                     | (1)  | 05/10/2018                           |  | M                              | 2,394   | (3) (3)  | Common Stock  | 2,394   |
| Restricted Stock Units                     | (1)  | 05/10/2018                           |  | M                              | 2,537   | (4) (4)  | Common Stock  | 2,537   |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| FISHER MICHAEL M<br>6820 SOUTH HARL AVENUE<br>TEMPE, AZ 85283 |               | X         |         |       |

## Signatures

Samuel C. Cowley, by Power of Attorney for Michael M. Fisher 05/14/2018

\_\_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).

(1) Each restricted stock unit represents a contingent right to receive one share of Common Stock of Insight Enterprises, Inc.

The restricted stock units were granted on May 19, 2015 with vesting to occur in three equal annual installments beginning May 19, 2016.

(2) Vesting of the remaining shares of this grant were accelerated by approval of the Board of Directors upon Mr. Fisher's May 10, 2018 retirement.

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The restricted stock units were granted on May 18, 2016 with vesting to occur in three equal annual installments beginning May 18, 2017.

- (3) Vesting of the remaining shares of this grant were accelerated by approval of the Board of Directors upon Mr. Fisher's May 10, 2018 retirement.

The restricted stock units were granted on May 15, 2017 with vesting to occur in three equal annual installments beginning May 15, 2018.

- (4) Vesting of the remaining shares of this grant were accelerated by approval of the Board of Directors upon Mr. Fisher's May 10, 2018 retirement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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