

INSIGHT ENTERPRISES INC  
 Form 4  
 February 21, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
**FENTON STUART**

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)  
**1305 WEST AUTO DRIVE**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**02/19/2008**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**President Insight EMEA**

**TEMPE, AZ 85284**

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

(City) (State) (Zip)

**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	(D)	Price
Common Stock	02/19/2008		M		25,000	A	\$ 10.02
Common Stock	02/19/2008		S		1,950	D	\$ 18.85
Common Stock	02/19/2008		S		3,000	D	\$ 18.062
Common Stock	02/19/2008		S		3,000	D	\$ 18.8817
Common Stock	02/19/2008		S		3,400	D	\$ 18.914

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Common Stock	02/19/2008	S	5,200	D	\$ 18.9	8,450	D
Common Stock	02/19/2008	S	3,800	D	\$ 18.8685	4,650	D
Common Stock	02/19/2008	S	2,500	D	\$ 18.8732	2,150	D
Common Stock	02/19/2008	S	1,750	D	\$ 18.9145	1,750	D
Common Stock	02/19/2008	S	400	D	\$ 18.935	0	D
Common Stock	02/19/2008	M	8,200	A	\$ 0	18,467	D
Common Stock	02/19/2008	S	8,200	D	\$ 18.8685	10,267	D

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

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SEC 1474  
(9-02)

**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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10.02	02/19/2008		M	25,000	10/14/2005	10/14/2012	Common Stock	25,000
Restricted Stock Unit	\$ 0	02/19/2008		M	8,200	<u>(1)</u>	<u>(1)</u>	Common Stock	8,200

## Reporting Owners

Reporting Owner Name / Address	Relationships
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Director   10% Owner   Officer   Other

FENTON STUART  
1305 WEST AUTO DRIVE  
TEMPE, AZ 85284

President Insight EMEA

## Signatures

Karen K. McGinnis, by Power of Attorney, for Stuart  
Fenton

02/21/2008

\_\_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).

The restricted stock units were granted on January 19, 2006. The number of restricted stock units increased with the actual earnings per (1) share (for the fiscal year ending December 31, 2006, on a consolidated non-GAAP diluted basis) and was greater than the target earnings per share. Vesting occurs in three equal installments beginning February 1, 2007.

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.