

INSIGHT ENTERPRISES INC  
 Form 4  
 February 19, 2008

**FORM 4**

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

OMB APPROVAL

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**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 \*  
 MCGINNIS KAREN K

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)  
 02/01/2008

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Chief Accounting Officer

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/01/2008		M	1,333 A \$ 0	8,401	D	
Common Stock	02/01/2008		F	512 D (1) 17.56	7,889	D	
Common Stock	02/01/2008		M	2,400 A \$ 0	10,289	D	
Common Stock	02/01/2008		F	922 D (1) 17.56	9,367	D	
Common Stock	02/14/2008		M	7,000 A \$ 0	16,367	D	

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Common Stock      02/14/2008      F      2,257      D      \$      18.53      14,110      D

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

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(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)	8. Price or Value of Underlying Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Restricted Stock Units	\$ 0	02/01/2008 <sup>(2)</sup>		M	1,333	<u>(2)</u>	<u>(2)</u>	Common Stock	1,333
Restricted Stock Units	\$ 0	02/01/2008 <sup>(3)</sup>		M	2,400	<u>(3)</u>	<u>(3)</u>	Common Stock	2,400
Restricted Stock Units	\$ 0	02/14/2008 <sup>(4)</sup>		M	7,000	<u>(4)</u>	<u>(4)</u>	Common Stock	7,000

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCGINNIS KAREN K 1305 WEST AUTO DRIVE TEMPE, AZ 85284			Chief Accounting Officer	

**Signatures**

Karen K. McGinnis      02/19/2008

\_\_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).
- (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.
- (2) The restricted stock units were granted on January 19, 2006, with vesting to occur in three equal installments beginning February 1, 2007.  
The restricted stock units were granted on January 19, 2006. The number of restricted stock units increased with the actual earnings per
- (3) 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.  
The restricted stock units were granted on February 14, 2007. The number of restricted stock units increased with the actual earnings per
- (4) share (for the fiscal year ending December 31, 2007, on a consolidated non-GAAP diluted basis) and was greater than the target earnings per share. Vesting occurs in three equal installments beginning February 14, 2008.

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.