NICHOLS DAVID L

Form 4

October 24, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per 0.5

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** NICHOLS DAVID L			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	ANDERSONS INC [ANDE] 3. Date of Earliest Transaction			(Check all applicable)			
480 W DUSSEL DR			(Month/Day/Year) 10/23/2008			X Director Officer (give t below)	itle 10% below)		
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person			
MAUMEE,	OH 43537					Form filed by Mo Person	ore than One Re	porting	
(City)	(State)	(Zip)	Table	I - Non-D	erivative Securities Acq	uired, Disposed of,	or Beneficial	ly Owned	
1.Title of	2. Transactio	on Date 2A. De	eemed	3.	4. Securities Acquired	5. Amount of	6.	7. Natur	
Security	(Month/Day	(Year) Execut	ion Date if	Transact	ior(A) or Disposed of (D)	Securities	Ownership	Indirect	

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities A	cquired	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Dispose	d of (D)	Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 and	5)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)			Owned	Direct (D)	Ownership
						Following	or Indirect	(Instr. 4)
				(4)		Reported	(I)	
				(A)		Transaction(s)	(Instr. 4)	
			Code V	Amount (D)	Price	(Instr. 3 and 4)		
COMMON STOCK	10/23/2008		<u>J(1)</u>	32.15 A	\$ 33.47	12,692.6728	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	of Derivative	nNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		7. Title and Am Underlying Sec (Instr. 3 and 4)		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
SOSAR	\$ 46.26					03/01/2009	04/01/2013	COMMON STOCK	3,200	
SOSAR	\$ 42.08					03/01/2010	03/31/2012	COMMON STOCK	3,300	
SOSAR	\$ 39.115					04/01/2009	04/01/2011	COMMON STOCK	6,600	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
NICHOLS DAVID L 480 W DUSSEL DR MAUMEE, OH 43537	X						

Signatures

David L. Nichols, by: Mary J. Schroeder, Limited Power of Attorney

> **Signature of Reporting Person Date

10/24/2008

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).
- Reinvestment of dividend

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.

2 Reporting Owners