

ANDERSON DANIEL T  
 Form 4  
 January 05, 2009

**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 \*  
 ANDERSON DANIEL T

2. Issuer Name and Ticker or Trading Symbol  
 ANDERSONS INC [ANDE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 480 W DUSSEL DR  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 01/01/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 President, Retail

MAUMEE, OH 43537

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)			
				(A) or (D)	Price					
COMMON STOCK	01/01/2009		M	V	2,318	A	\$ 16.48	239,842	D	
COMMON STOCK	01/01/2009		F		891	D	\$ 16.48	238,951	D	
COMMON STOCK								17,186.73	I	HELD BY RICHARD P. ANDERSON LLC
COMMON STOCK								19,318.24	I	LYNN ANDERSON, SPOUSE,

STOCK TYPE	SHARES	STATUS	HELD BY
COMMON STOCK	1,303.66	I	RICHARD P. ANDERSON LLC Carol Anderson, child, shares held by Richard P Anderson LLC
COMMON STOCK	1,303.66	I	Claire Anderson, child, shares held by Richard P Anderson LLC
COMMON STOCK	1,303.66	I	Joan Anderson, child, shares held by Richard P Anderson LLC
COMMON STOCK	1,303.66	I	Fran Anderson, child, shares held by Richard P Anderson LLC
COMMON STOCK	1,303.66	I	Walt Anderson, Child, shares held by Richard P Anderson LLC
COMMON STOCK	1,303.66	I	Helen Anderson, child, shares held by Richard P Anderson LLC
COMMON STOCK	1,303.66	I	Dick Anderson, child, shares held by Richard P Anderson LLC

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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 Underlying Security (Instr. 3 and 4)
PERFORMANCE SHARE UNIT	\$ 0 <sup>(1)</sup>	01/01/2009		M	2,220	12/31/2008 01/01/2009	COMMON STOCK
PERFORMANCE SHARE UNIT	\$ 0 <sup>(2)</sup>					12/31/2009 01/01/2010	COMMON STOCK
PERFORMANCE SHARE UNIT	\$ 0 <sup>(3)</sup>					12/31/2010 01/01/2011	COMMON STOCK
SOSAR	\$ 46.26					03/01/2009 04/01/2013	COMMON STOCK
SOSAR	\$ 42.08					03/01/2010 03/31/2012	COMMON STOCK
SOSAR	\$ 39.115					04/01/2009 04/01/2011	COMMON STOCK
STOCK OPTION	\$ 15.5					04/01/2005 03/31/2010	COMMON STOCK

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDERSON DANIEL T 480 W DUSSEL DR MAUMEE, OH 43537			President, Retail	

## Signatures

Daniel T. Anderson, by: Gary Smith, Limited Power of Attorney

01/05/2009

\_\_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).

Stock Performance Unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS from  
(1) 1/1/2006 to 12/31/2008. Number of underlying shares are determined by the three-year cumulative fully diluted EPS for the performance period.

Stock Performance Unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS from  
(2) 1/1/2007 to 12/31/2009. Number of underlying shares are determined by the three-year cumulative fully diluted EPS for the performance period.

Stock performance unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS from  
(3) 1/1/2008 to 12/31/2010. Number of underlying shares are determined by the three-year cumulative fully diluted EPS for the performance period.

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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