ANDERSONS INC Form 4

October 09, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

5. Relationship of Reporting Person(s) to

 $17,000 \frac{(2)}{}$

D

Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

Section 16.

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 See Instruction

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

ANDERSON MICHAEL J			Symbol ANDERSONS INC [ANDE]					Issuer (Check all applicable)						
(Last)	(Firs	it) (M	iddle)	3. Date of Earliest (Month/Day/Year)		on			_x_	_ Director	10% Ow	ner		
480 W DUSSEL DR				10/01/2013					X Officer (give title Other (specify below) Chairman, President and CEO					
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
MAUMEE, OH 43537									Person					
(City)	(Stat	e) (Z	Zip)	Table I - Non	-Derivati	ve	Securitie	es Acc	quired,	Disposed of, or l	Beneficially C	Owned		
1.Title of Security (Instr. 3)		2. Transacti (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	ioı	4. Securinacquired Disposed (Instr. 3,	l (A) o l of (D))	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 Ownershi (Instr. 4)		
COMMON STOCK		10/01/201	13		A		5,600	A	\$0	268,644.924	D			
PERFORMANO SHARE UNIT (2016)	CE	10/01/201	13		A		5,600	A	\$0	5,600 (1)	D			
COMMON STOCK										100,092	I	Mrs. Carol H. Anderson-spouse		
PERFORMANO SHARE UNIT (2014)	CE									15,740 (2)	D			
										17,000 (2)	D			

PERFORMANCE SHARE UNIT (2015)

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

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03/01/2011 04/01/2015

(9-02)

De Se (Ir

18,100

STOCK

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercis	sable and	7. Title and Am	ount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	of	(Month/Day/Y	ear)	(Instr. 3 and 4)	
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,				
					4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
SOSAP	¢ 22 75					03/01/2011	04/01/2015	COMMON	18 100

Reporting Owners

\$ 32.75

Reporting Owner Name / Address	Relationships						
reporting owner runner runners	Director	10% Owner	Officer	Other			
ANDERSON MICHAEL J 480 W DUSSEL DR MAUMEE, OH 43537	X		Chairman, President and CEO				

Signatures

SOSAR

Michael J. Anderson, by: Mary Schroeder, Limited Power of 10/08/2013 Attorney

> **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 27 months contingent on cumulative EPS from (1) 10/01/2013 to 12/31/2015. Number of underlying shares are determined by the twenty-seven months cumulative fully diluted EPS for the performance period.

Reporting Owners 2

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Stock performance unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS. 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. 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.