Bowe Patrick E. Form 4 January 09, 2019

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:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

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

2. Issuer Name and Ticker or Trading

Andersons, Inc. [ANDE]

3. Date of Earliest Transaction

Symbol

1(b).

(Print or Type Responses)

Bowe Patrick E.

(Last)

1. Name and Address of Reporting Person *

(First)

(Middle)

1947 BRIARFIELD BLV	(Month/Day/Yea 7D. 01/07/2019	ır)	X Director X Officer (give title below)	Other (specify below) nt & CEO		
(Street)	4. If Amendment Filed(Month/Day/	-	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
MAUMEE, OH 43537			Form filed by More than One Reporting Person			
(City) (State)	(Zip) Table I - No	on-Derivative Securities Acc	quired, Disposed of, or	Beneficially Owned		
(Instr. 3) (Mon	unsaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year)	Code (Instr. 3, 4 and	d of (D) Securities 5) Beneficiall Owned Following Reported Transaction (Instr. 3 an)	Ownership of Indirect y Form: Beneficial Direct (D) Ownership or Indirect (I) (I) (s) (Instr. 4)		
COMMON STOCK 01/0'	7/2019	J <u>(1)</u> 802.57 A	\$ 100,633.2	27 D		
PERFORMANCE SHARE UNIT (EPS) (2019)			37,300 <u>(2</u>	D D		
PERFORMANCE SHARE UNIT (EPS) (2020)			25,900 (2	D D		
PERFORMANCE SHARE UNIT (EPS) (2021)			29,816 <u>(2</u>	<u>D</u>		

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PERFORMANCE SHARE UNIT (TSR) (2019)	37,300 (3)	D
PERFORMANCE SHARE UNIT (TSR) (2020)	25,900 (3)	D
PERFORMANCE SHARE UNIT (TSR) (2021)	29,816 (3)	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exerc Expiration Da		7. Title		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Monda, Day, Teal)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/		Underly Securit	ying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title I	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Keiationsnips						
	Director	10% Owner	Officer	Other			
Bowe Patrick E.							
1947 BRIARFIELD BLVD.	X		President & CEO				
MAUMEE, OH 43537							

Signatures

Patrick E. Bowe, by Melissa Trippel, Limited Power of
Attorney
01/09/2019

**Signature of Reporting Person Date

Reporting Owners 2

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) Acquired through Section 423 Employee Share Purchase Plan
- (2) 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.
- Stock performance unit (TSR) granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on the Company's annualized total shareholder return. Number of underlying shares are based upon the level of satisfaction of the total shareholder return 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.