ANDERSONS INC Form 5

February 11, 2005

OMB APPROVAL FORM 5 **OMB**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject

to Section 16. Form 4 or Form 5 obligations OWNERSHIP OF SECURITIES may continue.

Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL burden hours per response... 1.0

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4

Transactions Reported

	Address of Reporting Pe ER CHARLES E	Symbol	2. Issuer Name and Ticker or Trading Symbol ANDERSONS INC [ANDE]			5. Relationship of Reporting Person(s) to Issuer				
(Last)			nt for Issuer's F y/Year)	Fiscal Year Ended	Director _X_ Officer (give ti		Owner or (specify			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Reporting (check applicable line)				
MAUMEE,	OH 43537			_	_X_ Form Filed by Or Form Filed by Mo Person	1 0				
(City)	(State) (Z	Table Table	I - Non-Deriv	ative Securities Acqui	ired, Disposed of,	or Beneficial	ly 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 (I) (Instr. 3, 4 and 5)		Ownership Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)			

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

01/01/1998

Â

COMMON

STOCK

Persons who respond to the collection of information SEC 2270 contained in this form are not required to respond unless (9-02)the form displays a currently valid OMB control number.

(Instr. 3 and

4)

6,260

Price

(Instr. 4)

D

Â

(A)

Amount (D)

774 (1)

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

L4

3235-0362

January 31,

2005

Number:

Expires:

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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. Transaction Code (Instr. 8)	Number		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
STOCK OPTION	\$ 8.6	Â	Â	Â	Â	Â	02/20/1996	02/20/2001	COMMON STOCK	2,200
STOCK OPTION	\$ 9.125	Â	Â	Â	Â	Â	02/18/1997	02/18/2002	COMMON STOCK	1,600
STOCK OPTION	\$ 8.875	Â	Â	Â	Â	Â	01/01/1998	01/01/2003	COMMON STOCK	1,600

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 0	Director	10% Owner	Officer	Other		
GALLAGHER CHARLES E 480 W DUSSEL DR MAUMEE, OH 43537	Â	Â	Vice President Personnel	Â		

Signatures

CHARLES E.
GALLAGHER

**Signature of Reporting

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) Acquired through Section 423 Employee Share Purchase Plan. No form filed at that time.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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