ANDERSONS INC Form 4

March 13, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number: January 31,

OMB APPROVAL

Expires: 2005 Estimated average

0.5

burden hours per response...

5. Relationship of Reporting Person(s) to

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

ANDERSON RICHARD P			Symbol					Issuer					
			ANDERSONS INC [ANDE]					(Check all applicable)					
(Last)	(First) (N	Middle)	3. Date of Earliest Transaction										
			(Month/Day/Year)					Director 10% Owner					
480 W DUSSEL DR			03/09/2012				bel	Officer (give titleX Other (specify below) Chairman Emeritus					
	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check							
	Filed(Month/Day/Year)					Applicable Line)							
MAUMEE,					_	_X_ Form filed by One Reporting Person Form filed by More than One Reporting							
							Pe	rson					
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1.Title of	2. Transaction Date			3.	4. Securities		` ′	5. Amount of	6.	7. Nature of Indirect			
Security (In the 2)	(Month/Day/Year)		on Date, if	Transaction Code	oror Disposed)	Securities	Ownership	Beneficial Ownership			
(Instr. 3)		any (Month	/Day/Year)	(Instr. 8)	(Instr. 3, 4 a	ına 3)		Beneficially Owned	Form: Direct (D)	(Instr. 4)			
		(. –,	(======================================				Following	or Indirect				
						(A)		Reported	(I)				
						or		Transaction(s) (Instr. 3 and 4)	(Instr. 4)				
				Code V	Amount	(D)	Price	(Ilisti. 3 alid 4)					
COMMON STOCK	03/09/2012			S <u>(1)</u>	14,081.7	D	\$ 44.31	0	I	RICHARD P. ANDERSON LLC			
STOCK							77.51						
G01 (1 (0))							4			FRANCES			
COMMON	03/09/2012			$G_{(1)}$	15,465.5	D	\$	0	I	ANDERSON,			
STOCK				_			44.31			SPOUSERICHAR			
										P. ANDERSON LL			
COMMON STOCK								6,885	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)

Edgar Filing: ANDERSONS INC - Form 4

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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Number Expiration Date		Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security		Acquired								Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									mount		
						Date	Expiration Date	Title Number			
						Exercisable					
				C 1 W	(A) (D)			of			
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ANDERSON RICHARD P 480 W DUSSEL DR MAUMEE, OH 43537

Chairman Emeritus

Signatures

Richard P. Anderson, by: Mary J. Schroeder, Limited Power of Attorney

03/09/2012

**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).
- (1) Represents the sale/gift of interests in family-held limited liability companies (the "FLLCs"). Previously the reporting person reported the aggregate holdings of the FLLCs and disclaimed beneficial ownership of shares in which the reporting person had no pecuniary interest.

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.

Reporting Owners 2