ADDIS DENNIS J Form 4

March 29, 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:

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Issuer

Director

January 31, 2005

0.5

Estimated average burden hours per

response...

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

subject to

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

(Month/Day/Year)

Symbol

1(b).

(Print or Type Responses)

ADDIS DENNIS J

(Last)

1. Name and Address of Reporting Person *

(First)

(Middle)

480 W DUSSEL DR (Street)		03/28/2013			Director 10% OwnerX_ Officer (give title Other (specify below) President, Grain Group					
		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				
MAUMEE, OH 43537			_				Form filed by More than One Reporting			
	(City) (Stat	(Zip)	Table I - Non	-Derivativ	e Securiti	es Ac	quired, D	isposed of, or Be	neficially Ov	vned
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d 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 Ownership (Instr. 4)
	COMMON STOCK	03/28/2013		F	29	D	\$ 50.94	34,700.888	I	Held by Trust
	COMMON STOCK							497.864	I	Jonathon Addis, T. Addis, Cust.
	PERFORMANCE SHARE UNIT (2014)							3,670 <u>(1)</u>	D	
	PERFORMANCE SHARE UNIT							4,045 (1)	D	

(2015)

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

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SEC 1474

(9-02)

Sec (In

STOCK

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. Dr.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and Am Underlying Sec (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
SOSAR	\$ 32.75					03/01/2011	04/01/2015	COMMON	1,566

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

Director 10% Owner Officer ADDIS DENNIS J

480 W DUSSEL DR MAUMEE, OH 43537

President, Grain Group

Signatures

Dennis Addis, By: Mary J. Schroeder, Limited Power of 03/28/2013 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 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.

Reporting Owners 2

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