

ANIXTER INTERNATIONAL INC  
 Form 4  
 August 14, 2014

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 SAMSTOCK SIT LLC

2. Issuer Name and Ticker or Trading Symbol  
 ANIXTER INTERNATIONAL INC  
 [AXE]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 TWO NORTH RIVERSIDE  
 PLAZA, SUITE 600  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 08/13/2014

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

CHICAGO, IL 60606

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |
| Common Stock                    | 08/13/2014                           |  | S                              |   | 995,400   | D  | \$ 87.12                                   |
|                                 |                                      |  |                                |   |   |  | 3,651,747                                  |
|                                 |                                      |  |                                |   |   |  | D (1)                                      |
| Common Stock                    | 08/13/2014                           |  | S                              |   | 500   | D  | \$ 90.56                                   |
|                                 |                                      |  |                                |   |   |  | 3,651,247                                  |
|                                 |                                      |  |                                |   |   |  | D (1)                                      |
| Common Stock                    | 08/13/2014                           |  | S                              |   | 3,400   | D  | \$ 90.5625                                 |
|                                 |                                      |  |                                |   |   |  | 3,647,847                                  |
|                                 |                                      |  |                                |   |   |  | D (1)                                      |
| Common Stock                    | 08/13/2014                           |  | S                              |   | 600   | D  | \$ 90.69                                   |
|                                 |                                      |  |                                |   |   |  | 3,647,247                                  |
|                                 |                                      |  |                                |   |   |  | D (1)                                      |
| Common Stock                    | 08/13/2014                           |  | S                              |   | 100   | D  | \$ 90.82                                   |
|                                 |                                      |  |                                |   |   |  | 3,647,147                                  |
|                                 |                                      |  |                                |   |   |  | D (1)                                      |

|              |         |   |                  |
|--------------|---------|---|------------------|
| Common Stock | 111,175 | I | See Footnote (2) |
|--------------|---------|---|------------------|

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

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**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. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| SAMSTOCK SIT LLC<br>TWO NORTH RIVERSIDE PLAZA<br>SUITE 600<br>CHICAGO, IL 60606  |               | X         |         |       |
| CHAI TRUST CO LLC<br>TWO NORTH RIVERSIDE PLAZA<br>SUITE 600<br>CHICAGO, IL 60606 |               | X         |         |       |

## Signatures

|   |            |
|---|------------|
| Samstock/SIT, L.L.C., By: /s/ Philip G. Tinkler, Vice President             | 08/14/2014 |
| **Signature of Reporting Person   | Date       |
| Chai Trust Company, LLC, By: /s/ Philip G. Tinkler, Chief Financial Officer | 08/14/2014 |

\_\_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) These shares of Common Stock are beneficially owned by Samstock/SIT, L.L.C. ("SIT"). SIT is indirectly owned by various trusts established for the benefit of Samuel Zell and his family (the "Trusts"). The trustee of each of the Trusts is Chai Trust Company, LLC ("Chai Trust"), of which Samuel Zell is neither an officer nor a director, and thus he disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(2) Samstock/Alpha, L.L.C. ("Alpha") beneficially owns 55,587 of these shares of Common Stock and Samstock/ZFT, L.L.C. ("ZFT") beneficially owns 55,588 of these shares of Common Stock. Both Alpha and ZFT are indirectly owned by the Trusts. The trustee of each of the Trusts is Chai Trust, of which Samuel Zell is neither an officer nor a director, and thus he disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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