

FOX PHILIP C
Form 4
November 09, 2005

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 *
FOX PHILIP C

2. Issuer Name and Ticker or Trading Symbol
ANDERSONS INC [ANDE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
480 W DUSSEL DR

3. Date of Earliest Transaction (Month/Day/Year)
04/01/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President Corporate Plng

(Street)
MAUMEE, OH 43537

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 Ownership (Instr. 4)		
			Code	V	Amount	(D)	Price		
COMMON STOCK	04/01/2005		J ⁽¹⁾		2.393	A	\$ 31.87	3,231.245	D
COMMON STOCK	04/15/2005		J ⁽¹⁾		2.668	A	\$ 28.58	3,233.913	D
COMMON STOCK	04/22/2005		J ⁽¹⁾		0.078	A	\$ 30.13	3,233.991	D
COMMON STOCK	04/29/2005		J ⁽¹⁾		2.814	A	\$ 27.1	3,236.805	D
COMMON STOCK	05/13/2005		J ⁽¹⁾		2.537	A	\$ 30.06	3,239.342	D

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COMMON STOCK	06/03/2005	J ⁽¹⁾	2.436	A	\$ 31.31	3,241.778	D
COMMON STOCK	06/17/2005	J ⁽¹⁾	2.195	A	\$ 34.74	3,243.973	D
COMMON STOCK	07/01/2005	J ⁽¹⁾	2.116	A	\$ 36.04	3,246.089	D
COMMON STOCK	07/15/2005	J ⁽¹⁾	1.904	A	\$ 40.05	3,247.993	D
COMMON STOCK	07/22/2005	J ⁽¹⁾	0.094	A	\$ 40.21	3,248.087	D
COMMON STOCK	07/29/2005	J ⁽¹⁾	1.838	A	\$ 41.49	3,249.925	D
COMMON STOCK	08/19/2005	J ⁽¹⁾	2.087	A	\$ 36.54	3,252.012	D
COMMON STOCK	09/02/2005	J ⁽¹⁾	2.444	A	\$ 31.2	3,254.456	D
COMMON STOCK	09/16/2005	J ⁽¹⁾	2.647	A	\$ 28.81	3,257.103	D
COMMON STOCK	09/30/2005	J ⁽¹⁾	2.651	A	\$ 28.77	3,259.754	D
COMMON STOCK	10/14/2005	J ⁽¹⁾	2.78	A	\$ 27.43	3,262.534	D
COMMON STOCK	10/24/2005	J ⁽¹⁾	0.167	A	\$ 29.28	3,262.701	D

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 Security (Instr. 3 and 4)
					Code V (A) (D)		Title

		Date Exercisable	Expiration Date	
PERFORMANCE SHARE UNIT	\$ 0 ⁽²⁾	12/31/2007	01/01/2008	COMMON STOCK
STOCK OPTION	\$ 8.625	01/01/2001	01/01/2006	COMMON STOCK
STOCK OPTION	\$ 10	01/01/2002	01/01/2007	COMMON STOCK
STOCK OPTION	\$ 12.7	01/01/2003	01/01/2008	COMMON STOCK
STOCK OPTION	\$ 15.967	01/01/2004	01/01/2009	COMMON STOCK
STOCK OPTION	\$ 31	04/01/2005	03/31/2010	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

FOX PHILIP C
480 W DUSSEL DR
MAUMEE, OH 43537

Vice President Corporate Png

Signatures

Philip Fox 11/09/2005

__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) Acquisition pursuant to Rule 16b-3(c)

Stock Performance Unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS from

(2) 1/1/2005 to 12/31/2007. 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.

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