

KRAUS PAUL M
Form 4
June 30, 2006

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 *
KRAUS PAUL M

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
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/07/2002

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

MAUMEE, OH 43537
(City) (State) (Zip)

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

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 Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
COMMON STOCK	02/07/2002 ⁽¹⁾		G		108	D	\$ 10	55,515	D	
COMMON STOCK	06/28/2006		J ⁽²⁾		49,900	A	\$ 0 ⁽²⁾	99,800	D	
COMMON STOCK	02/07/2002 ⁽¹⁾		G		108	D	\$ 10	55,450	I	MRS. CAROL A. KRAUS, SPOUSE
COMMON STOCK	02/19/2004 ⁽³⁾		S		1,000	D	\$ 19.52	54,450	I	MRS. CAROL A.

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COMMON STOCK	02/26/2004 ⁽³⁾	S	1,000	D	\$ 19.48	53,450	I	KRAUS, SPOUSE MRS. CAROL A. KRAUS, SPOUSE
COMMON STOCK	03/04/2004 ⁽³⁾	S	1,000	D	\$ 19.8	52,450	I	MRS. CAROL A. KRAUS, SPOUSE
COMMON STOCK	06/28/2006	J ⁽³⁾	46,650	A	\$ 0 ⁽³⁾	93,300	I	MRS. CAROL A. KRAUS, SPOUSE

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	
SOSAR STOCK OPTION	\$ 39.115 ⁽⁴⁾	06/28/2006		J ⁽⁴⁾	3,300	04/01/2009 04/01/2011	COMMON STOCK	3,300
STOCK OPTION	\$ 5 ⁽⁴⁾	06/28/2006		J ⁽⁴⁾	1,380	01/01/2002 01/01/2007	COMMON STOCK	1,380
STOCK OPTION	\$ 6.35 ⁽⁴⁾	06/28/2006		J ⁽⁴⁾	2,100	01/01/2003 01/01/2008	COMMON STOCK	2,100
STOCK OPTION	\$ 7.9835 ⁽⁴⁾	06/28/2006		J ⁽⁴⁾	2,100	01/01/2005 01/01/2009	COMMON STOCK	2,100

STOCK OPTION	\$ 15.5 ⁽⁴⁾	06/28/2006	J ⁽⁴⁾	3,000	04/01/2006	03/31/2010	COMMON STOCK	3,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KRAUS PAUL M 480 W DUSSEL DR MAUMEE, OH 43537		X		

Signatures

Paul M. Kraus, by: Gary Smith, Limited Power of Attorney	06/30/2006
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 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) Gift of shares - no filing made at that date.
- (2) Represents shares received following a 2-for-1 stock split on June 28, 2006
- (3) Sale of Shares - no filing made at that date.
- (4) As a result of a 2-for-1 stock split on June 28, 2006, the option shares have increased as noted and the exercise price has been adjusted to one-half of the previously reported exercise price.

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.