

ANDERSON MICHAEL J  
 Form 4/A  
 February 03, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
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**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 \*  
 ANDERSON MICHAEL J  
  
 (Last) (First) (Middle)  
 480 W DUSSEL DR  
  
 (Street)  
 MAUMEE, OH 43537  
  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 ANDERSONS INC [ANDE]  
  
 3. Date of Earliest Transaction  
 (Month/Day/Year)  
 03/01/2007  
  
 4. If Amendment, Date Original Filed(Month/Day/Year)  
 04/03/2007

5. Relationship of Reporting Person(s) to Issuer  
  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman, President and CEO  
  
 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)
COMMON STOCK				(A) or (D)	228,558.704 <sup>(1)</sup>	D	
COMMON STOCK				(A) or (D)	100,092 <sup>(1)</sup>	I	Mrs. Carol H. Anderson-spouse
PERFORMANCE SHARE UNIT				(A) or (D)	17,700 <sup>(2)</sup>	D	
PERFORMANCE SHARE UNIT				(A) or (D)	12,600 <sup>(2)</sup>	D	
PERFORMANCE SHARE UNIT (2014)				(A) or (D)	15,740 <sup>(2)</sup>	D	



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- (2) 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.
- (3) Incorrectly reported at \$42.08, should have been reported at \$42.30

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