ANDERSONS INC Form 4

March 12, 2012

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:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

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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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ANDERSON RICHARD P			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)	3. Date of Earliest Transaction	(Energia un appricable)			
480 W DUSSI	EL DR		(Month/Day/Year) 03/08/2012	Director 10% Owner Officer (give titleX Other (specify below) Chairman Emeritus			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
MAUMEE, O	Н 43537		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reportin Person			

MAUMEE,	Form filed by More than One Reporting Person								
(City)	(State) (Z	Zip) Table	I - Non-D	erivative Sec	curitie	s Acquire	ed, Disposed of,	or Beneficial	y Owned
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. Securities owr Disposed (Instr. 3, 4 a	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	03/08/2012		G	23,774.9	D	\$ 43.64	109,686.6	I	RICHARD P. ANDERSON LLC
COMMON STOCK	03/08/2012		<u>J(1)</u>	95,604.9	D	\$ 0	14,081.7	I	RICHARD P. ANDERSON LLC
COMMON STOCK	03/08/2012		G	21,575.2	D	\$ 43.64	111,885.3	I	FRANCES ANDERSON, SPOUSERICHAR P. ANDERSON LL
COMMON STOCK	03/08/2012		J <u>(1)</u>	96,419.8	D	\$0	15,465.5	I	FRANCES ANDERSON, SPOUSERICHAR

P. ANDERSON LL

9. Nu Deriv Secur Bene Own Follo Repo Trans

COMMON STOCK

6,885

D

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

I S	. Title of Derivative Security Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (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

ANDERSON RICHARD P 480 W DUSSEL DR MAUMEE, OH 43537

Chairman Emeritus

Signatures

Richard P. Anderson, by: Mary J. Schroeder, Limited Power of Attorney

03/12/2012

**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).

Richard P. Anderson and Frances Anderson shares have been held in a family-held limited liability company (LLC) which they

(1) controlled. Because they controlled the LLC, all the LLC's shares of Andersons stock were reported for Mr. Anderson. They have now gifted certain of their units in the LLC to family members.

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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