## Edgar Filing: LETHAM DENNIS J - Form 4/A

Form 4/A											
June 22, 200									OMB AF	PROVAL	
	UNITED	STATES		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 c	ger <b>STATEN</b> 16.	box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							Expires: January 31 200 Estimated average burden hours per response 0.		
Form 5 obligatio may cont <i>See</i> Instr 1(b).	tinue. Section 17(	a) of the l	Public U		ding Cor	npan	y Act of	e Act of 1934, 1935 or Section 0			
(Print or Type ]	Responses)										
Ι			2. Issuer Name <b>and</b> Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
			ANIXTER INTERNATIONAL INC [AXE]					(Check all applicable)			
	(First) (1 FER INTERNAT PATRIOT BLVI		3. Date o (Month/I 04/16/2	-	ransaction			Director X Officer (give below) Executive Y		Owner r (specify CFO	
								6. Individual or Joint/Group Filing(Check			
Filed(M 04/20/ GLENVIEW, IL 60026				0/2009				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secu	rities Acau	Person iired, Disposed of,	or Beneficial	v Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	ned 1 Date, if	3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			cquired d 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	
Common Stock	04/16/2009			Code V F	Amount 2,841 (1)	(D) D	Price \$ 34.965 (2)	(Inst. 3 and 4) 186,331 ( <u>3)</u>	D		

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.

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

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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. Transactio 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.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

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<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
LETHAM DENNIS J C/O ANIXTER INTERNATIONAL INC. 2301 PATRIOT BLVD GLENVIEW, IL 60026			Executive VP-Finance & CFO					
Signatures								
Michele Nelson, by power of attorney	06/22/200	9						
<b>**</b> 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).
- Number of shares being withheld by issuer for exercise price and tax liabilities trigged when previously granted stock options were (1) exercised.
- This Form 4 is being amended to report the value of the common stock that was used to satisfy the exercise price and tax liabilities. This (2) price was inadvertently omitted at the time of the original filing.
- (3) Total Includes 75,720 common stock units.

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.