ANIXTER INTERNATIONAL INC

Form 4

October 29, 2009

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

response...

Estimated average burden hours per

OMB APPROVAL

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

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * THEOBALD THOMAS C

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

below)

Symbol

ANIXTER INTERNATIONAL INC

(Check all applicable)

[AXE]

(Last)

(Middle)

3. Date of Earliest Transaction

_X__ Director 10% Owner Officer (give title Other (specify

8 SOUND SHORE DRIVE, SUITE

(Street)

(First)

10/28/2009

(Month/Day/Year)

285

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

GREENWICH, CT 06830

(City)	(State)	(Zip) Tal	I - Non-Derivative Securities Ac	uired, Disposed of, or Benefi	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	4. Securities Acquired (A ransaction Disposed of (D) ode (Instr. 3, 4 and 5) anstr. 8) (A) or ode V Amount (D) Price	5. Amount of 6. Securities Ownersl Beneficially Form: Owned Direct (I Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)	Beneficial O) Ownership ct (Instr. 4)
Common Stock	10/28/2009		\$ 10,000 D 42.209	4 40,996 (2) D	
Common Stock				3,000 (3) I	Held in trust for son.
Common Stock				1,500 (4) I	Held by daughter.
Common Stock				1,500 <u>(5)</u> I	Held in custody

account for daughter.

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	5		Amour Underl Securit	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
						(Instr. 3, 4, and 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		
THEOBALD THOMAS C 8 SOUND SHORE DRIVE SUITE 285 GREENWICH, CT 06830	X					

Signatures

Michele Nelson, by power of 10/29/2009 attorney **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).
- This is the weighted average for sale prices ranging from \$42.1104 to \$42.3400. Upon the request of the SEC staff, the issuer or any security holder of the issuer, full information regarding the number of shares sold at each separate price will be provided.
- (2) Includes 8,397 common stock units.

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- (3) These shares are held in trust for the benefit of the reporting person's son. The reporting person disclaims beneficial ownership of these securities.
- (4) These shares are held by reporting person's adult child. The reporting person disclaims beneficial ownership of these securities.
- (5) These shares are held in a custody account for minor child. The reporting person discliams beneficial ownership of these securities.

 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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