

DePompei Arthur D.
Form 4
December 01, 2010

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DePompei Arthur D.

(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)
09/10/2010

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP Human Resources

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	09/10/2010		<u>J(1)</u>		4.052	A	\$ 36.57	2,484.823	D
COMMON STOCK	09/16/2010		<u>J(1)</u>		2.128	A	\$ 39.15	2,486.951	D
COMMON STOCK	09/16/2010		<u>J(1)</u>		0.154	A	\$ 39.15	2,487.105	D
COMMON STOCK	09/24/2010		<u>J(1)</u>		3.725	A	\$ 39.79	2,490.83	D
COMMON STOCK	10/08/2010		<u>J(1)</u>		3.743	A	\$ 39.59	2,494.573	D

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COMMON STOCK	10/22/2010	J ⁽¹⁾	4.674	A	\$ 39.86	3,040.247	D
COMMON STOCK	10/22/2010	J ⁽²⁾	4.661	A	\$ 39.76	3,044.908	D
COMMON STOCK	11/05/2010	J ⁽¹⁾	3.993	A	\$ 37.11	3,048.901	D
COMMON STOCK	11/19/2010	J ⁽¹⁾	3.844	A	\$ 33.23	4,052.745	D
COMMON STOCK	11/26/2010	J ⁽¹⁾	0.303	A	\$ 33.33	4,053.048	D
PERFORMANCE SHARE UNIT						1,760 ⁽³⁾	D
PERFORMANCE SHARE UNIT						2,500 ⁽³⁾	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.

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(9-02)

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)		8. De. Sec. (Instr. 3)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
SOSAR	\$ 32.75							03/01/2011	04/01/2015	COMMON STOCK	0
SOSAR	\$ 11.02							03/02/2010	03/31/2014	COMMON STOCK	2,450

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DePompei Arthur D. 480 W. DUSSEL DR. MAUMEE, OH 43537			VP Human Resources	

Signatures

Arthur D. DePompei by Mary J. Schroeder, Limited Power Of Attorney 12/01/2010

****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) Acquisition pursuant to Rule 16b-3(c)
- (2) Reinvestment of dividend
- (3) 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.

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.