Eck Robert J. Form 4 March 08, 2018

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Eck Robert J.

(Last)

(City)

Symbol

(Check all applicable)

ANIXTER INTERNATIONAL INC

[AXE]

(Middle)

(Zin)

3. Date of Earliest Transaction (Month/Day/Year)

_X__ Director 10% Owner X_ Officer (give title _ Other (specify below)

C/O ANIXTER INTERNATIONAL

(Street)

(State)

(First)

03/06/2018

CEO

below)

INC., 2301 PATRIOT BLVD.

6. Individual or Joint/Group Filing(Check

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

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting

Issuer

GLENVIEW, IL 60026

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secui	rities Acquii	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	omr Dispos (Instr. 3, 4	ed of (4 and 5 (A) or	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	03/06/2018		Code V F	Amount 3,797 (1)	(D)	Price \$ 76.28	224,481 (2)	D	
Common stock	03/07/2018		M	12,200 (3)	A	\$ 24.33	236,681 (2)	D	
Common stock	03/07/2018		S	12,200 (3)	D	\$ 76.0417 (4)	224,481 (2)	D	

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)

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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 or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to purchase common stock ⁽⁵⁾	\$ 24.33	03/07/2018		M	12,200	03/01/2011	03/01/2019	Common stock	12,200

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Othe		
Eck Robert J.						
C/O ANIXTER INTERNATIONAL INC.	X		CEO			
2301 PATRIOT BLVD.	Λ		CEO			
GLENVIEW, IL 60026						

Signatures

Michele Nelson, by power of attorney

03/08/2018 Date

**Signature of Reporting Person

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) Number of shares being withheld by issuer for tax liabilities triggered when previously granted restricted stock units converted to shares of common stock.
- (2) Includes 103,296 common stock units.
- (3) These shares covered by this Form 4 have been sold pursuant to a Rule 10b5-1(c) sales plan dated January 31, 2018.
- (4) This is the weighted average for sale prices ranging from \$75.80 to \$76.55. 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.

(5)

Reporting Owners 2

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The exercise price and balance of options have been adjusted pursuant to anti-dilution provisions triggered by extraordinary cash dividends declared on September, 2010, April 2012 and November 2013.

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.