

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2010-06-01** | Period of Report: **2010-06-01**
SEC Accession No. **0001209191-10-031209**

([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

Conrad Nicholas C

CIK: **1475147**

Type: **4** | Act: **34** | File No.: **000-20557** | Film No.: **10868637**

Mailing Address

PO BOX 119

MAUMEE OH 43537

ISSUER

ANDERSONS INC

CIK: **821026** | IRS No.: **341562374** | State of Incorporation: **OH** | Fiscal Year End: **1231**

SIC: **5150** Farm product raw materials

Mailing Address

480 W DUSSEL DR

MAUMEE OH 43537

Business Address

480 W DUSSEL DR

MAUMEE OH 43537

4198935050

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person Conrad Nicholas C			2. Issuer Name and Ticker or Trading Symbol ANDERSONS INC [ANDE]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VP Finance & Treasurer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2010					
PO BOX 119			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) MAUMEE, OH 43537								
(City)	(State)	(Zip)						

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	02/26/2010		J ⁽¹⁾		10.867	A	\$32.46	9,749.623	D	
COMMON STOCK	04/22/2010		J ⁽¹⁾		23.126	A	\$33.78	9,772.749	D	
COMMON STOCK	06/01/2010		M		342	A	\$11.02	10,012.749	D	
COMMON STOCK	06/01/2010		F		129	D	\$31.79	9,883.749	D	
PERFORMANCE SHARE UNIT								1,530 ⁽²⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
SOSAR	\$11.02	06/01/2010		M			524	03/02/2010	03/31/2014	COMMON STOCK	342	\$11.02	1,046	D	

SOSAR	\$39.115							04/01/2009	04/01/2011	COMMON STOCK	1,150		1,150	D	
SOSAR	\$42.3							03/01/2010	03/31/2012	COMMON STOCK	600		600	D	
SOSAR	\$46.26							03/01/2009	04/01/2013	COMMON STOCK	1,100		1,100	D	
SOSAR	\$32.75							03/01/2011	04/01/2015	COMMON STOCK	2,200		2,200	D	

Explanation of Responses:

1. Reinvestment of dividend
2. 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.

Signatures

Nicholas C. Conrad, by: Mary Schroeder, Limited Power of Attorney

** Signature of Reporting Person

06/01/2010

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, Nicholas C. Conrad, the undersigned, of 7821 Glenhill (address), City of Sylvania, County of Lucas, State of Ohio, hereby make, constitute and appoint each of Richard George, Mary J. Schroeder, and Russell J. Mitchell each of The Andersons, Inc., 480 W. Dussel Drive, Maumee, Ohio 43537, my true and lawful limited attorney-in-fact for me and in my name, place and stead, giving severally unto said Richard George, Mary J. Schroeder, and Russell J. Mitchell full power individually to (i) execute and to file with the Securities and Exchange Commission ("SEC") as my limited attorney-in-fact, any and all SEC Forms 3, 4, 5 or 144 required to be filed under the Securities Act of 1933 or the Securities Exchange Act of 1934, each as amended, and (ii) execute and deliver any and all exercise orders, certificates, commitments and other agreements necessary or appropriate in connection with any exercise of my stock options for shares in The Andersons, Inc., do any and all other acts to effectuate the foregoing, and execute and submit all SEC filings necessary or appropriate in connection therewith, in connection with my beneficial ownership of equity securities of The Andersons, Inc., or options for such equity securities, for the calendar years 2010, and 2011.

The rights, powers, and authority of each limited power of attorney-in-fact herein granted shall commence and be in full force and effect as of the date hereof; and such rights, powers, and authority shall remain in full force and effect thereafter through and including January 6, 2012.

IN WITNESS WHEREOF, the undersigned has executed this Limited Power of Attorney as of this __22nd__ day of __October__, 2009.

__Nicholas C. Conrad____
(Signature)

State of Ohio)

) ss

County of Lucas

On this __22nd__ day of __October__, 2009, before me a notary public in and for said state, personally appeared Nicholas C. Conrad, to me personally known, who being duly sworn, acknowledged that he/she had executed the foregoing instrument for purposes therein mentioned and set forth.

__Wendy Pohlman____
NOTARY PUBLIC

My Commission Expires:
__08/04/2010__