FOX PHILIP C
Form 4
November 09, 2005

FORM 4

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

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 Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FOX PHILIP C

(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)
04/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Vice President Corporate Plng

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	04/01/2005		J(1)		2.393	A	$ 31.87	3,231.245	D	
COMMON STOCK	04/15/2005		J(1)		2.668	A	$ 28.58	3,233.913	D	
COMMON STOCK	04/22/2005		J(1)		0.078	A	$ 30.13	3,233.991	D	
COMMON STOCK	04/29/2005		J(1)		2.814	A	$ 27.1	3,236.805	D	
COMMON STOCK	05/13/2005		J(1)		2.537	A	$ 30.06	3,239.342	D	

COMMON STOCK	06/03/2005		J[(1)]	2.436	A	$ 31.31	3,241.778	D
COMMON STOCK	06/17/2005		J[(1)]	2.195	A	$ 34.74	3,243.973	D
COMMON STOCK	07/01/2005		J[(1)]	2.116	A	$ 36.04	3,246.089	D
COMMON STOCK	07/15/2005		J[(1)]	1.904	A	$ 40.05	3,247.993	D
COMMON STOCK	07/22/2005		J[(1)]	0.094	A	$ 40.21	3,248.087	D
COMMON STOCK	07/29/2005		J[(1)]	1.838	A	$ 41.49	3,249.925	D
COMMON STOCK	08/19/2005		J[(1)]	2.087	A	$ 36.54	3,252.012	D
COMMON STOCK	09/02/2005		J[(1)]	2.444	A	$ 31.2	3,254.456	D
COMMON STOCK	09/16/2005		J[(1)]	2.647	A	$ 28.81	3,257.103	D
COMMON STOCK	09/30/2005		J[(1)]	2.651	A	$ 28.77	3,259.754	D
COMMON STOCK	10/14/2005		J[(1)]	2.78	A	$ 27.43	3,262.534	D
COMMON STOCK	10/24/2005		J[(1)]	0.167	A	$ 29.28	3,262.701	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.

SEC 1474 (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 Amou Underlying Securi (Instr. 3 and 4)
				Code	V	(A)	(D)		Title

		Date Exercisable	Expiration Date		A or N of Sh
PERFORMANCE SHARE UNIT	$ 0 (2)	12/31/2007	01/01/2008	COMMON STOCK	
STOCK OPTION	$ 8.625	01/01/2001	01/01/2006	COMMON STOCK	
STOCK OPTION	$ 10	01/01/2002	01/01/2007	COMMON STOCK	
STOCK OPTION	$ 12.7	01/01/2003	01/01/2008	COMMON STOCK	
STOCK OPTION	$ 15.967	01/01/2004	01/01/2009	COMMON STOCK	
STOCK OPTION	$ 31	04/01/2005	03/31/2010	COMMON STOCK	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FOX PHILIP C 480 W DUSSEL DR MAUMEE, OH 43537			Vice President Corporate Plng	

Signatures

Philip Fox	11/09/2005
**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) Stock Performance Unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS from 1/1/2005 to 12/31/2007. 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.