ANDERSONS INC Form 4

August 09, 2007

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:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

See Instruction

GALLAGHER CHARLES E		Symbol	Symbol			Iss	Issuer		
		•	SONS IN	NC [ANI	E]		(Check	all applicable)	ı
(Last)	(First) (M	fiddle) 3. Date of	Earliest Tr	ansaction					
		(Month/D	ay/Year)			_	Director		Owner
480 W DUSSEL DR 08/08							X Officer (give ti		(specify
						be	ow) Vice Presiden	below) at Human Reso	ources
(Street) 4. If Ar			Amendment, Date Original 6.			Individual or Joint/Group Filing(Check			
		Filed(Mon	th/Day/Year)		Ap	plicable Line)		
						_X	Form filed by One		
MAUMEE, OH 43537			Per				_ Form filed by More than One Reporting erson		
(City)	(State)	Zip) Table	e I - Non-D	erivative (Securi	ties Acquir	ed, Disposed of, o	or Beneficiall	y Owned
1.Title of	2. Transaction Date	e 2A. Deemed	3.	4. Securi	ties A	cquired (A)	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transacti	oror Dispo	sed of	(D)	Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(A)		Reported Transaction(s)	(I) (Instr. 4)	
					or		(Instr. 3 and 4)	(111511. 4)	
COMMON			Code V	Amount	(D)	Price	,		
COMMON STOCK	08/08/2007		S	3,000	D	\$ 48.1543	8,679.592	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)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)

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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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and Am Underlying Sec (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	o N o S
PERFORMANCE SHARE UNIT	\$ 0 (1)					12/31/2007	01/01/2008	COMMON STOCK	
PERFORMANCE SHARE UNIT	\$ 0 (2)					12/31/2008	01/01/2009	COMMON STOCK	
PERFORMANCE SHARE UNIT	\$ 0 (3)					12/31/2009	01/01/2010	COMMON STOCK	
SOSAR	\$ 42.08					03/01/2010	03/31/2012	COMMON STOCK	
SOSAR	\$ 39.115					04/01/2009	04/01/2011	COMMON STOCK	

Reporting Owners

	Relationships
Reporting Owner Name / Address	•

Director 10% Owner Officer Other

GALLAGHER CHARLES E 480 W DUSSEL DR MAUMEE, OH 43537

Vice President Human Resources

Signatures

Charles E. 08/09/2007 Gallagher

**Signature of Date
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).

Stock Performance Unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS from (1) 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.

(2)

Reporting Owners 2

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Stock Performance Unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS from 1/1/2006 to 12/31/2008. Number of underlying shares are determined by the three-year cumulative fully diluted EPS for the performance period.

Stock Performance Unit granted pursuant to The Andersons, Inc. Plan. Unites vest 100% in 3 years contingent on cumulative EPS from 1/1/2007 to 12/31/2009. 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.