Andersons, Inc. Form 4											
December 17, 2	014										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								-	OM DMB	AL 5-0287	
Check this bo 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 20(b) of the Investment Company Act of 1940						P OF E b 934,	Number:January 31,Expires:2005Estimated averageburden hours perresponse0.5			
(Print or Type Resp	oonses)										
1. Name and Addre ANDERSON N	ess of R		2. Issuer Name an Symbol Andersons, Inc.		_		5. Relation Issuer	ship of Rej (Check al		Person(s) to	
(Last)	(First)	(Middle)	3. Date of Earliest		n			(CHECK at	Гарри	cable)	
480 W DUSSEL DR			(Month/Day/Year) X_ Director 12/17/2014 X_ Officer (give the below) Chairman, 1					cer (give title	title Other (specify below)		
				Filed(Month/Day/Year) Applicable Line) _X_ Form filed by O				Line) iled by One I	int/Group Filing(Check One Reporting Person fore than One Reporting		
MAUMEE, OF	I 4353	7					Person	led by whole	than O	ne keporung	
(City)	(State)	(Zip)	Table I - Non	ı-Derivativ	e Securiti	es Acq	juired, Disp	osed of, or	Benef	ficially Own	ed
1.Title of Security (Instr. 3)		2. Transaction Date Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	otor Dispo (Instr. 3,	(A) or	5)	5. Amour Securities Beneficia Owned Following Reported Transacti (Instr. 3 a	s ally g on(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ind Beneficial Own (Instr. 4)
COMMON					Amount		Price				
STOCK]	12/17/2014		F	72	D	\$ 50.15	411,801	1.74	D	
COMMON STOCK	1	12/17/2014		F	73	D	\$ 54.45	411,728	3.74	D	
COMMON STOCK	1	12/17/2014		F	286	D	\$ 58.07	411,442	2.74	D	
COMMON STOCK	1	12/17/2014		S <u>(1)</u>	3,000	D	\$ 50.9422	408,442	2.74	D	
COMMON STOCK								150,138	3	Ι	Mrs. Carol H Anderson-sp

PERFORMANCE SHARE UNIT (2015)	25,500 <u>(2)</u>	D
PERFORMANCE SHARE UNIT (2016)	16,800 <u>(3)</u>	D
PERFORMANCE SHARE UNIT (2017)	13,400 <u>(2)</u>	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.

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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Addre	ddress Relationships							
	Director	10% Owner	Officer	Other				
ANDERSON MICHAEL J 480 W DUSSEL DR MAUMEE, OH 43537	Х		Chairman, President and CEO					
Signatures								
Michael J. Anderson	12/17/2014							
<u>**</u> 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).
- (1) Sale made pursuant to a 10b5-1 trading plan.
- (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.
- Stock performance unit granted pursuant to The Andersons, Inc. plan. Units vest 100% in 27 months contingent on cumulative EPS from
 (3) 10/01/2013 to 12/31/2015. Number of underlying shares are determined by the twenty-seven months 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.