Edgar Filing: Andersons, Inc. - Form 4

March 11, 2015 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMUSSION OMB APPROVAL Check diis box in loo longer segion 16, Section 16, obligations section 17(a) of the Public Utility Holding Company Act of 1934, 10b; STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES OMB APPROVAL Check diis box in soccasion section 17(a) of the Public Utility Holding Company Act of 1934, 10b; State Manual Visit Pressiones. State Manual Visit Pressiones. State Manual Visit Pressiones. State Manual Visit Pressiones. O.5 Prime Type Responses/ 10(b). 1. Name and Address of Reporting Person 17(a) of the Public Utility Holding Company Act of 1940. Note: Section 17(a) of the Public Utility Holding Company Act of 1940. Andersons, Inc. [ANDE] Steletation Reporting Person 1 Essuer Check all applicable? (Mont/Day/Year) 2. Issuer Name and Ticker or Trading MacKinstray Neill C 3. Date of Earlise Transaction (Mont/Day/Year) Director Section 17(a) Other Public Director Section 17(a) Other Public Director (Note: Variance Company Person Filed/Wandray/Year) State Transaction (Mont/Day/Year) Other Reporting Person Filed/Wandray/Year) Check all applicable? MAUMEE, OH 43537 Tabe 1 - Non-Derivative Securities Acquired in Director (Inter. 3) 3. Securities Acquired in Director (Mont/Day/Year) 3. Securities Acquired in Director (Inter. 3) 5. Another of Company Person Filed/Wandray/Year) 5. Anounor of Company Person Filed/Wandray/Year) <	Andersons, Inc. Form 4										
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in longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: "Expires:	· · · · ·	UNITED STATE				GLV					35-0287
obligations may continue. See Instruction 10.9.Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(b) of the Investment Company Act of 1935 or Section 30(b) of the Investment Company Act of 1935 or Section subscript of 1935 or Section 30(b) of the Investment Company Act of 1940 or Internet Part of 1960 or Prece (Company Act of Section Part of 1960 or Prece (Instr. 3)Section Internet Part of 1960 or Prece 20(b) of the Investment Comp Part of I	if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estin burd	nated averagen nated averagen en hours pe	2005 ge r	
1. Name and Address of Reporting Person; McKinstray Neill C 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Check all applicable) Check all applicable) P O BOX 119 03/11/2015	obligations may continue.Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
McKinstray Neill C Symbol Andersons, Inc. [ANDE] Issue (Last) (First) (Middle) 3.Date of Earliest Transaction (Month/Day/Year) Check all applicable) Check all applicable) P O BOX 119 03/11/2015	(Print or Type Response	s)									
(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) P O BOX 119 03/11/2015		Symbol Issu									
P O BOX 119 (Month/Day/Year) 03/11/2015	(Last) (Fir	st) (Middle)		-	-			(Check	all applicable)		
(Stree) 4. If Amendment, Field Month/Day/Year A. If Amendment, Field Month/Day/Year S. Manument, Field Month, Field M		$(Month/Day/Year) \qquad \qquad \underbrace{ \text{Director}}_{03/11/2015} 03/11/2015 \qquad \underbrace{ \text{Director}}_{below)}$			fficer (give ti	ive title Other (specify below)					
Filed(Month/Day/Year) Applicable Line) MAUMEE, OH 43537 (City) (Zip) Table 1 - ND-Derivative Securities - Securiti	(Stre	eet)	4. If Amendment, 1	Date Origi	nal		6. Indivi			-	eck
IMAGNMEE, OH 43337 Person Person Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired Securities Acquired S. Amount of S. Amount <th co<="" td=""><td></td><td colspan="4">Filed(Month/Day/Year) Applica _X_Fo</td><td>Applicab _X_ Forr</td><td colspan="4">ble Line) rm filed by One Reporting Person</td></th>	<td></td> <td colspan="4">Filed(Month/Day/Year) Applica _X_Fo</td> <td>Applicab _X_ Forr</td> <td colspan="4">ble Line) rm filed by One Reporting Person</td>		Filed(Month/Day/Year) Applica _X_Fo				Applicab _X_ Forr	ble Line) rm filed by One Reporting Person			
1. Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3. 4. Securities Acquired, Disposed of (D) Transactior(A) or Disposed of (D) Code (Instr. 3) + and 5)5. Amount of Securities6. (D) Securities7. Nature of Indirect Beneficially Ownership (Instr. 4)COMMON STOCK03/09/2015M3.338A\$ 21.8352.816.282D7. Nature of Indirect Beneficially Ownership (Instr. 4)COMMON STOCK03/09/2015F2.260D\$ 42.2150.556.282DPERFORMANCE SHARE UNIT (2016)F2.260D\$ 2.377.62IHeld by SpousePERFORMANCEF2.260D\$ 42.212.475 (<u>1</u>)DPERFORMANCEF2.950 (<u>2</u>)DF2.950 (<u>2</u>)D	MAUMEE, OH 43	537						I filed by with	ie mai	rone Reportin	Б
(Instr. 3)(Month/Day/Year)Execution Date, ia any (Month/Day/Year)Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)Securities Beneficially Owned Following Reported (Instr. 4)Ownership of Indirect Beneficially Ownership (Instr. 4)COMMON STOCK03/09/2015M3,338A $\begin{cases} A \\ 21.83 \end{cases}$ 52,816.282DCOMMON STOCK03/09/2015F2,260D $\begin{cases} A \\ 21.83 \end{smallmatrix}$ 50,556.282DCOMMON STOCK03/09/2015F2,260D $\begin{cases} A \\ 21.83 \end{smallmatrix}$ 50,556.282DPERFORMANCE SHARE UNIT (2016)F52,8162,377.62IHeld by SpousePERFORMANCESecuritic MSecuritiesSecurities2,475 (l)DPERFORMANCESecuritiesSecuritiesSecuritiesDPERFORMANCESecuritiesSecuritiesSecuritiesSecuritiesPERFORMANCESecuritiesSecuritiesSecuritiesSecuritiesPERFORMANCESecuritiesSecuritiesSecuritiesSecuritiesPERFORMANCESecuritiesSecuritiesSecuritiesSecuritiesPERFORMANCESecurities	(City) (Sta	te) (Zip)	Table I - Non	-Derivativ	e Securiti	es Aco	luired, Di	isposed of, o	or Be	neficially Ov	vned
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STOCK 2,377.62 I Spouse PERFORMANCE 2,475 (1) D SHARE UNIT 2,475 (1) D (2016) 2,950 (2) D		03/09/2015		F	2,260	D	\$ 42.21	50,556.2	82	D	
SHARE UNIT 2,475 (1) D (2016) 2,950 (2) D								2,377.62		Ι	•
· —	SHARE UNIT							2,475 <u>(1)</u>		D	
								2,950 <u>(2)</u>		D	

(2017) PERFORMANCE SHARE UNIT (2018)					6,272	2 <u>(2)</u> D			
Reminder: Report on a	Persor inform require displa	cially 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)									
1. Title of Derivative2.Conversion or Exercise(Instr. 3)Price of Derivative Security	se	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number on f 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 A Underlying Sec (Instr. 3 and 4)				
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
SOSAR \$ 21.8	3 03/09/2015		М	3,338	03/01/2011	04/01/2015	COMMON STOCK	3,338	

Reporting Owners

Reporting Owner Name / Address			Relationships	ps		
	Director	10% Owner	Officer	Other		
McKinstray Neill C P O BOX 119 MAUMEE, OH 43537			President, Ethan	ol Group		
Signatures						
Neill McKinstray, by Mary Sch Attorney	03/11/2015					
<u>**</u> Signature of Re	porting Perso	on		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) Stock performance unit granted pursuant to The Andersons, Inc. plan. Units vest 100% in 27 months contingent on cumulative EPS from 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.

(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.

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.