

GEORGE RICHARD R  
Form 4  
March 03, 2008

**FORM 4**

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

Check this box  
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  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GEORGE RICHARD R**

(Last) (First) (Middle)

480 W DUSSEL DR

(Street)

MAMEE, OH 43537

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**ANDERSONS INC [ANDE]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2008

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 \_\_\_\_ Other (specify  
below) below)

Vice President & Controller

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4)             |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------------------|
| COMMON<br>STOCK                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 3,593                                                                                                              | D                                                                    |                                                     |
| COMMON<br>STOCK                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 29,236                                                                                                             | I                                                                    | Richard R<br>George &<br>Susan K<br>George<br>Trust |

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  
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SEC 1474  
(9-02)

**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<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |     | 7. Title and Underlying<br>(Instr. 3 and 4) |                 |              |
|-----------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|--------------------------------------------------------------------------------------------|-------------------------------------------------------------|-----|---------------------------------------------|-----------------|--------------|
|                                               |                                                        |                                         |                                                       | Code                              | V                                                                                          | (A)                                                         | (D) | Date Exercisable                            | Expiration Date | Title        |
| PERFORMANCE SHARE UNIT                        | \$ 0 <sup>(1)</sup>                                    | 03/01/2008                              |                                                       | A                                 |                                                                                            | 1,890                                                       |     | 12/31/2010                                  | 01/01/2011      | COMMON STOCK |
| SOSAR                                         | \$ 46.26                                               | 03/01/2008                              |                                                       | A                                 |                                                                                            | 3,150                                                       |     | 03/01/2009 <sup>(2)</sup>                   | 04/01/2013      | COMMON STOCK |
| PERFORMANCE SHARE UNIT                        | \$ 0 <sup>(3)</sup>                                    |                                         |                                                       |                                   |                                                                                            |                                                             |     | 12/31/2008                                  | 01/01/2009      | COMMON STOCK |
| PERFORMANCE SHARE UNIT                        | \$ 0 <sup>(4)</sup>                                    |                                         |                                                       |                                   |                                                                                            |                                                             |     | 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 |
| STOCK OPTION                                  | \$ 7.9835                                              |                                         |                                                       |                                   |                                                                                            |                                                             |     | 01/01/2004                                  | 01/01/2009      | COMMON STOCK |
| STOCK OPTION                                  | \$ 15.5                                                |                                         |                                                       |                                   |                                                                                            |                                                             |     | 04/01/2005                                  | 03/31/2010      | COMMON STOCK |

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships |           |                             |       |
|--------------------------------------------------------|---------------|-----------|-----------------------------|-------|
|                                                        | Director      | 10% Owner | Officer                     | Other |
| GEORGE RICHARD R<br>480 W DUSSEL DR<br>MAMEE, OH 43537 |               |           | Vice President & Controller |       |

## Signatures

Richard George

03/03/2008

\_\_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).

Stock performance unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS from

(1) 1/1/2008 to 12/31/2010. Number of underlying shares are determined by the three-year cumulative fully diluted EPS for the performance period.

(2) SOSAR vests 1/3 after 1 year; 2/3 after 2 years; and 100% after 3 years.

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

(3) 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. Units vest 100% in 3 years contingent on cumulative EPS from

(4) 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.

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