

ANIXTER INTERNATIONAL INC
Form 4
January 08, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Standish William

2. Issuer Name and Ticker or Trading Symbol
ANIXTER INTERNATIONAL INC
[AXE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2301 PATRIOT BLVD.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/06/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive VP - Operations

GLENVIEW, IL 60026

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common stock | 01/06/2014 | | S | | 1,000 (1) \$ 89.66 (2) | 81,838 (3) | D |
| Common stock | 01/06/2014 | | M | | 996 (4) \$ 50.42 | 82,834 (3) | D |
| Common stock | 01/06/2014 | | S | | 996 (4) \$ 89.66 (2) | 81,838 (3) | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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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 Amount of Underlying Securities (Instr. 3 and 4) | 8. F... |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|---------|
| Options to purchase common stock ⁽⁵⁾ | \$ 50.42 | 01/06/2014 | | M | 996 | 03/01/2011 03/01/2017 | Common stock | 996 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Standish William 2301 PATRIOT BLVD. GLENVIEW, IL 60026 | | | Executive VP - Operations | |

Signatures

Michele Nelson, by Power of Attorney
01/08/2014

__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) The shares covered on this transaction have been sold pursuant to a Rule 10b5-1(c) sales plan dated April 24, 2013.
- (2) All shares sold at the price of \$89.66.
- (3) Includes 20,837 common stock units.
- (4) The shares covered in this transaction have been exercised and sold pursuant to a Rule 10b5-1(c) sales plan dated November 4, 2013.
- (5)

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These options were previously reported with a balance of 8,486 options at an exercise price of \$53.44. The exercise price and balance of options have been adjusted pursuant to anti-dilution provisions triggered by special cash dividend as of record date December 11, 2013.

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.