

ANIXTER INTERNATIONAL INC

Form 4

February 02, 2006

**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

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GRUBBS ROBERT W

(Last) (First) (Middle)

C/O ANIXTER INTERNATIONAL  
INC., 2301 PATRIOT BLVD

(Street)

GLENVIEW, IL 60026

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

ANIXTER INTERNATIONAL INC  
[AXE]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

President and CEO

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

02/01/2006

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

**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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) Price |                                                                                               |                                                          |                                                       |
| Common Stock                    | 02/01/2006                           |                                                    | M                              |                                                                   | 7,775  | A \$ 14.91       | 176,982 <sup>(1)</sup>                                                                        | D                                                        |                                                       |
| Common Stock                    | 02/01/2006                           |                                                    | S <sup>(2)</sup>               |                                                                   | 775    | D \$ 45.86       | 176,207 <sup>(3)</sup>                                                                        | D                                                        |                                                       |
| Common Stock                    | 02/01/2006                           |                                                    | S <sup>(2)</sup>               |                                                                   | 500    | D \$ 45.91       | 175,707 <sup>(3)</sup>                                                                        | D                                                        |                                                       |
| Common Stock                    | 02/01/2006                           |                                                    | S <sup>(2)</sup>               |                                                                   | 500    | D \$ 45.93       | 175,207 <sup>(3)</sup>                                                                        | D                                                        |                                                       |
| Common Stock                    | 02/01/2006                           |                                                    | S <sup>(2)</sup>               |                                                                   | 500    | D \$ 46.01       | 174,707 <sup>(3)</sup>                                                                        | D                                                        |                                                       |

Edgar Filing: ANIXTER INTERNATIONAL INC - Form 4

|              |            |                  |     |   |          |                        |   |
|--------------|------------|------------------|-----|---|----------|------------------------|---|
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 500 | D | \$ 46.06 | 174,207 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 300 | D | \$ 46.14 | 173,907 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 500 | D | \$ 46.19 | 173,407 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 200 | D | \$ 46.21 | 173,207 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 500 | D | \$ 46.31 | 172,707 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 500 | D | \$ 46.34 | 172,207 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 500 | D | \$ 46.35 | 171,707 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 500 | D | \$ 46.43 | 171,207 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 500 | D | \$ 46.55 | 170,707 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 400 | D | \$ 46.6  | 170,307 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 200 | D | \$ 46.66 | 170,107 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 100 | D | \$ 46.67 | 170,007 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 500 | D | \$ 46.69 | 169,507 <sup>(3)</sup> | D |
| Common Stock | 02/01/2006 | S <sup>(2)</sup> | 300 | D | \$ 46.79 | 169,207 <sup>(3)</sup> | 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.**

SEC 1474  
(9-02)

**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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. D |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|--------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|--------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|------|

# Edgar Filing: ANIXTER INTERNATIONAL INC - Form 4

(Instr. 3, 4,  
and 5)

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

Options

to

purchase \$ 14.91 02/01/2006

common

stock

M

7,775

02/18/1999

02/18/2008

Common  
stock

7,775

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

GRUBBS ROBERT W  
C/O ANIXTER INTERNATIONAL INC.  
2301 PATRIOT BLVD  
GLENVIEW, IL 60026

X

President and CEO

## Signatures

John A. Dul, by power of  
attorney

02/02/2006

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) Number of shares reduced from previously reported amount pursuant to transfers of holdings required by a QDRO. Total includes 126,667 common stock units.

(2) The shares covered by this Form 4 have been sold pursuant to a Rule 10b5-1(c) sales plan dated February 9, 2005.

(3) Total Includes 126,667 common stock units.

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.