

ANDERSON MICHAEL J  
Form 4  
June 23, 2005

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ANDERSON MICHAEL J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
480 W DUSSEL DR  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/22/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

MAUMEE, OH 43537

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
COMMON STOCK	06/22/2005		M	5,000 A \$ 8.625	91,345.057	D	
COMMON STOCK	06/22/2005		F	2,801 D \$ 34.7	88,544.057	D	
COMMON STOCK					51,546	I	Mrs. Carol H. Anderson-spouse
COMMON STOCK					6,482	I	Michael J. Anderson, Jr. UGMA <sup>(1)</sup>
COMMON STOCK					6,982	I	Laura J. Anderson,

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COMMON STOCK	6,982	I	UGMA Colin J. Anderson, UGMA
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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.**

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(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) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title a Underlyi (Instr. 3)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
STOCK OPTION	\$ 8.625	06/22/2005		M	5,000	01/01/2001 01/01/2006	COMM STO
PERFORMANCE SHARE UNIT	\$ 0 <sup>(2)</sup>					12/31/2007 <sup>(2)</sup> 01/01/2008 <sup>(2)</sup>	COMM STO
STOCK OPTION	\$ 8.875					01/02/1997 01/02/2007	COMM STO
STOCK OPTION	\$ 8.875					01/01/1998 01/01/2008	COMM STO
STOCK OPTION	\$ 10					01/01/2002 01/01/2007	COMM STO
STOCK OPTION	\$ 10					01/01/2002 01/01/2012	COMM STO
STOCK OPTION	\$ 12.7					01/01/2003 01/01/2008	COMM STO
STOCK OPTION	\$ 15.967					01/01/2004 01/01/2009	COMM STO
STOCK OPTION	\$ 31					04/01/2005 03/31/2010	COMM STO

