ANDERSONS INC Form 4 July 02, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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response...

if no longer subject to Section 16. Form 4 or Form 5

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obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1 Name and Address of Departing D

1. Name and Address of Reporting Person <u>*</u> WOODS JACQUELINE F		Symbol	Name and Ticker or Trading SONS INC [ANDE]	5. Relationship of Reporting Person(s) to Issuer		
(Last) 480 W DUSSE	(First) (Mic		Earliest Transaction y/Year)	(Check all applicable) _X_ Director 10% Owner Officer (give title below) Other (specify below)		
(Street) 4. If Ameri Filed(Mont			dment, Date Original n/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State) (Z	ip) Table	I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Owned		
	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquiree Transaction(A) or Disposed of (I Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Prior	O) Securities Ownership Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)		
COMMON STOCK	07/02/2007		$J_{\underline{(1)}}$ 618 A $\frac{\$}{45.3}$	₃ 17,455 D		

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	of	Expiration Da (Month/Day/Y) ve es d			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(Α) (Γ	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
SOSAR	\$ 39.115					04/01/2009	04/01/2011	COMMON STOCK	6,600	
SOSAR	\$ 42.08					03/01/2010	03/31/2012	COMMON STOCK	3,300	
STOCK OPTION	\$ 6.35					01/01/2003	01/01/2008	COMMON STOCK	4,200	
STOCK OPTION	\$ 7.9835					01/01/2005	01/01/2009	COMMON STOCK	4,200	
STOCK OPTION	\$ 15.5					04/01/2006	03/31/2010	COMMON STOCK	6,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
WOODS JACQUELINE F						
480 W DUSSEL DR	X					
MAUMEE, OH 43537						

Signatures

Jacqueline Woods, by: Gary Smith, Limited Power of Attorney 07/02/2007

**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) Shares issued in lieu of all or part of Board of Director's retainer.

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.

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