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FALLAT DAI	LE W								
Form 4	2000								
February 18, 2							PROVAL		
FORM	4 UNITED ST	TATES SECURI Wasl			COMMISSION	OMB Number:	3235-0287		
Check this if no longer subject to Section 16. Form 4 or Form 5 obligations may contin <i>See</i> Instruct 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					•			
(Print or Type Re	sponses)								
FALLAT DALE W Syn			2. Issuer Name and Ticker or Trading Symbol ANDERSONS INC [ANDE]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 480 W DUSS		(Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 01/23/2009			Director 10% Owner X Officer (give title Other (specify below) below) Vice President			
(Street) 4. If Amendmen Filed(Month/Day			dment, Date Origin h/Day/Year)	al	Applicable Line)	ndividual or Joint/Group Filing(Check licable Line) Form filed by One Reporting Person			
MAUMEE, O	DH 43537				Form filed by M Person				
(City)	(State) (Z	^{ip)} Table	I - Non-Derivativ	e Securities Ac	quired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Transaction(A) o Code (Instr	(A) or	D) 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)		
COMMON STOCK	01/23/2009		$J_{(1)}^{(1)}$ 17.8	\$	12 097 191	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.

 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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	A oi N oi Si
PERFORMANCE SHARE UNIT	\$ 0 <u>(2)</u>					12/31/2009	01/01/2010	COMMON STOCK	
PERFORMANCE SHARE UNIT	\$ 0 <u>(3)</u>					12/31/2010	01/01/2011	COMMON STOCK	
SOSAR	\$ 46.26					03/01/2009	04/01/2013	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	\$ 15.5					04/01/2005	03/31/2010	COMMON STOCK	-

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FALLAT DALE W 480 W DUSSEL DR MAUMEE, OH 43537			Vice Pres	sident			
Signatures							
Dale W. Fallat, by: Gary Smith, Limited Power of Attorney			02/18/2009				
<u>**</u> Signature of Report	ing 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) Acquisition pursuant to Rule 16b-3(c)

(2)

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

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

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.