

ANDERSONS INC  
Form 8-K/A  
July 22, 2013

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K/A  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): July 22, 2013  
The Andersons, Inc.

\_\_\_\_\_  
(Exact name of registrant as specified in its charter)

|  |                                      |  |
|--|--------------------------------------|--|
| Ohio   | 000-20557                            | 34-1562374                                       |
| _____<br>(State or other jurisdiction<br>of incorporation) | _____<br>(Commission<br>File Number) | _____<br>(I.R.S. Employer<br>Identification No.) |

|   |                     |
|---|---------------------|
| 480 West Dussel Drive, Maumee, Ohio               | 43537               |
| _____<br>(Address of principal executive offices) | _____<br>(Zip Code) |

Registrant's telephone number, including area code: 419-893-5050  
Not Applicable

\_\_\_\_\_  
Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.07 Submission of Matters to a Vote of Security Holders.

The annual meeting of the shareholders of The Andersons, Inc. was held on May 10, 2013 to elect nine directors and to ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm. The results of the voting are as follows:

Proposal 1 - Election of Directors:

| Director             | For        | Against | Withheld  | Non Votes |
|----------------------|------------|---------|-----------|-----------|
| Michael J. Anderson  | 14,483,092 | —       | 382,498   | 2,522,625 |
| Gerard M. Anderson   | 6,970,386  | —       | 7,895,204 | 2,522,625 |
| Catherine M. Kilbane | 11,747,779 | —       | 3,117,811 | 2,522,625 |
| Robert J. King, Jr.  | 14,367,375 | —       | 498,215   | 2,522,625 |
| Ross W. Manire       | 14,507,520 | —       | 358,070   | 2,522,625 |
| Donald L. Mennel     | 11,948,985 | —       | 2,916,605 | 2,522,625 |
| David Nichols        | 11,877,695 | —       | 2,987,895 | 2,522,625 |
| John T. Stout, Jr.   | 14,728,467 | —       | 137,123   | 2,522,625 |
| Jacqueline F. Woods  | 11,760,975 | —       | 3,104,615 | 2,522,625 |

Proposal 2 - Ratification of appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm for the year ending December 31, 2013:

|            |            |
|------------|------------|
| For:       | 17,071,086 |
| Against:   | 202,105    |
| Abstain:   | 115,024    |
| Non Votes: | 2,522,625  |

Proposal 3 - An advisory vote on executive compensation, as provided in the proxy:

|            |            |
|------------|------------|
| For:       | 14,302,663 |
| Against:   | 362,454    |
| Abstain:   | 200,473    |
| Non Votes: | 2,522,625  |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

The Andersons, Inc.

July 22, 2013

By:

/s/ John Granato

Name: John Granato  
Chief Financial Officer  
(Principal Financial Officer)