

ANIXTER INTERNATIONAL INC

Form 4

November 02, 2005

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

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(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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	11/01/2005		M		7,775	A \$ 13.25	231,988 ⁽¹⁾	D	
Common Stock	11/01/2005		S ⁽²⁾		587	D \$ 36.92	231,401 ⁽¹⁾	D	
Common Stock	11/01/2005		S ⁽²⁾		100	D \$ 36.95	231,301 ⁽¹⁾	D	
Common Stock	11/01/2005		S ⁽²⁾		3,900	D \$ 37	227,401 ⁽¹⁾	D	
Common Stock	11/01/2005		S ⁽²⁾		1,988	D \$ 37.01	225,413 ⁽¹⁾	D	

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Common Stock	11/01/2005	S ⁽²⁾	200	D	\$ 37.02	225,213 ⁽¹⁾	D
Common Stock	11/01/2005	S ⁽²⁾	100	D	\$ 37.03	225,113 ⁽¹⁾	D
Common Stock	11/01/2005	S ⁽²⁾	100	D	\$ 37.04	225,013 ⁽¹⁾	D
Common Stock	11/01/2005	S ⁽²⁾	700	D	\$ 37.05	224,313 ⁽¹⁾	D
Common Stock	11/01/2005	S ⁽²⁾	100	D	\$ 37.1	224,213 ⁽¹⁾	D

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

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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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Options to purchase common stock ⁽³⁾	\$ 13.25	11/01/2005		M	7,775	01/17/1998 01/17/2007	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

11/02/2005

__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) 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) sale plan dated February 9, 2005
- (3) These options were previously reported as covering 90,000 shares at an exercise price of \$15.50. The exercise price and totals have been adjusted pursuant to anti-dilution provisions triggered by extraordinary cash dividends paid on March 31, 2004 and October 31, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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