

Goetz Tamara Sue
Form 4/A
May 24, 2018

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Goetz Tamara Sue

(Last) (First) (Middle)

1947 BRIARFIELD BLVD.

(Street)

MAUMEE, OH 43537

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Andersons, Inc. [ANDE]

3. Date of Earliest Transaction
(Month/Day/Year)
03/01/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)
03/05/2018

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)

VP,Corp.Relations/BusinessAnal

6. Individual or Joint/Group Filing(Check
Applicable Line)

____X____ 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 Indirect Beneficial Ownership (Instr. 4)
PERFORMANCE SHARE UNIT (EPS) (2021)	03/01/2018		A	1,144 A \$ 0	1,144 ⁽¹⁾	D	
PERFORMANCE SHARE UNIT (EPS) (2021)	03/01/2018		A	222 A \$ 0	222 ⁽¹⁾	I	Held by Spouse
PERFORMANCE SHARE UNIT (TSR) (2021)	03/01/2018		A	222 A \$ 0	222 ⁽¹⁾	I	Held by Spouse
PERFORMANCE SHARE UNIT	03/01/2018		A	1,144 A \$ 0	1,144 ⁽¹⁾	D	

(TSR) (2021)

COMMON STOCK	12,948.1131	D	
COMMON STOCK	1,827.044	I	Held by Spouse
PERFORMANCE SHARE UNIT (EPS) (2019)	1,186 ⁽²⁾	D	
PERFORMANCE SHARE UNIT (EPS) (2019)	272 ⁽²⁾	I	Held by Spouse
PERFORMANCE SHARE UNIT (EPS) (2020)	836 ⁽²⁾	D	
PERFORMANCE SHARE UNIT (EPS) (2020)	190 ⁽²⁾	I	Held By Spouse
PERFORMANCE SHARE UNIT (TSR) (2019)	1,186 ⁽³⁾	D	
PERFORMANCE SHARE UNIT (TSR) (2019)	272 ⁽³⁾	I	Held by Spouse
PERFORMANCE SHARE UNIT (TSR) (2020)	836 ⁽³⁾	D	
PERFORMANCE SHARE UNIT (TSR) (2020)	190 ⁽³⁾	I	Held By Spouse

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 Acquired (A) or Disposed	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reportable Transaction
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of (D)
(Instr. 3,
4, and 5)

(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goetz Tamara Sue 1947 BRIARFIELD BLVD. MAUMEE, OH 43537			VP,Corp.Relations/BusinessAnal	

Signatures

Tamara Goetz, By: Melissa Trippel, Limited Power of Attorney 05/24/2018

__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) Stated incorrect number shares on previous filing.
- (2) Stock performance unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS. Number of underlying shares are determined by the three-year cumulative fully diluted EPS for the performance period.
Stock performance unit (TSR) granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on the Company's annualized total shareholder return. Number of underlying shares are based upon the level of satisfaction of the total shareholder return for the performance period.
- (3) annualized total shareholder return. Number of underlying shares are based upon the level of satisfaction of the total shareholder return 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.

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