

ANDERSON MICHAEL J
 Form 4
 March 03, 2009

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 ANDERSON MICHAEL J

(Last) (First) (Middle)
 480 W DUSSEL DR
 (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)
 03/02/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

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

If the proposed decision is adopted by the CPUC the Utility's total 2003 revenue requirements, as provided in the settlement agreements, would be set at approximately:

- \$2.5 billion for electric distribution operations, representing a \$236 million increase over the current authorized amount;
- \$927 million for natural gas distribution operations, representing a \$52 million increase over the current authorized amount; and
- \$912 million for electricity generation operations, representing a \$38 million increase over the current authorized amount.

In addition, under the proposed decision, if the Utility forecasts a second refueling outage at the Diablo Canyon nuclear power plant in any one year the generation revenue requirement would be increased to reflect a fixed revenue requirement of \$32 million per refueling outage, adjusted for changes in the CPI in the manner described in the proposed decision.

The proposed minimum attrition adjustments for electricity and natural gas distribution revenue requirements for 2004, 2005 and 2006 are 2.00 percent, 2.25 percent and 3.00 percent, respectively. The proposed minimum attrition adjustments for electricity generation revenue requirements for 2004, 2005 and 2006 are 1.50 percent, 1.50 percent and 2.50 percent, respectively. If the proposed decision is adopted, the aggregate attrition adjustment for 2004 would be approximately \$61 million based on the actual change in the CPI of 1.4 percent. This would reflect a reduction of approximately \$21 million compared to the Utility's November 2003 request for approximately \$82 million (excluding the \$32 million allowance for a second refueling outage in 2004) based on the proposed minimum attrition adjustments. If the proposed decision is adopted and the actual changes in the CPI for 2005 and 2006 are less than the proposed minimum attrition adjustment amounts for those years, the actual attrition adjustment amounts in 2005 and 2006 would be less than the amounts would have been under the settlement agreements.

The proposed decision also would authorize the establishment of new balancing accounts, effective January 1, 2004, to ensure that the Utility recovers its authorized revenue requirements regardless of the level of sales.

The proposed decision would reject the Utility's request for approximately \$75 million in additional revenue requirements to fund a pension contribution.

If adopted, the proposed decision would be retroactive to January 1, 2003. Comments on the proposed decision are due on April 26, 2004 and reply comments are due on May 3, 2004. PG&E Corporation and the Utility are unable to predict whether the proposed decision will be adopted by the CPUC. If the CPUC does not approve the settlement agreements, the Utility's ability to earn its authorized rate of return for the years until the next GRC would be adversely affected.

B. Pacific Gas and Electric Company's Chapter 11 Proceeding

As previously disclosed, two CPUC commissioners filed a motion in the U.S. District Court for the Northern District of California (District Court) seeking to stay the implementation of the Utility's confirmed plan of reorganization (Plan), pending resolution of the appeal filed by these two CPUC commissioners of the confirmation order issued by the U.S. Bankruptcy Court for the Northern District of California. The Utility has previously provided notice that the Plan will become effective on April 12, 2004.

On April 6, 2004, the District Court informed the parties that a hearing on the motion to stay the implementation of the Plan would be held at 10:00 a.m. on April 9, 2004.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned thereunto duly authorized.

PG&E
CORPORATION

CHRISTOPHER
P. JOHNS

Christopher P.
Johns
Senior Vice
President and
Controller

PACIFIC GAS AND
ELECTRIC
COMPANY

DINYAR B.
MISTRY

Dinyar B. Mistry
Vice President
and Controller

Dated: April 7, 2004

=> \$ 42.08 03/01/201003/31/2012 COMMON STOCK 25,700 25,700 D SOSAR \$ 39.115
04/01/200904/01/2011 COMMON STOCK 44,000 44,000 D STOCK OPTION \$ 5 01/01/200201/01/2012
COMMON STOCK 20,000 20,000 D STOCK OPTION \$ 15.5 04/01/200503/31/2010 COMMON STOCK
60,000 60,000 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDERSON MICHAEL J 480 W DUSSEL DR MAUMEE, OH 43537	X		President and CEO	

Signatures

Michael J. Anderson, by: Gary Smith, Limited Power of Attorney

03/03/2009

__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).

Stock Performance Unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS from
(1) 1/1/2009 to 12/31/2011. Number of underlying shares are determined by the three-year cumulative fully diluted EPS for the performance period.

(2) SOSAR vests 1/3 after 1 year; 2/3 after 2 years; and 100% after 3 years.

Stock Performance Unit granted pursuant to The Andersons, Inc. Plan. Units vest 100% in 3 years contingent on cumulative EPS from
(3) 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
(4) 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.