

ANIXTER INTERNATIONAL INC
Form 4
December 22, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GRUBBS ROBERT W

2. Issuer Name and Ticker or Trading Symbol
ANIXTER INTERNATIONAL INC
[AXE]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
1665 BROADLAND LANE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/20/2010

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

LAKE FOREST, IL 60045
(City) (State) (Zip)

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 or Price			
Common stock	12/20/2010		M		500 ⁽¹⁾ A \$ 21	179,083 ⁽²⁾	D	
Common stock	12/20/2010		S		500 ⁽¹⁾ D \$ 60 ⁽³⁾	178,583 ⁽²⁾	D	
Common stock	12/21/2010		M		42,140 ⁽¹⁾ A \$ 21	220,723 ⁽²⁾	D	
Common stock	12/21/2010		S		42,140 ⁽¹⁾ D \$ 60 ⁽³⁾	178,583 ⁽²⁾	D	

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

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- (2) Includes 14,797 common stock units.
- (3) All shares sold at the price of \$60.00.

These options were previously reported as covering 200,000 shares at an exercise price of \$26.20. The exercise price and totals have been

- (4) adjusted pursuant to anti-dilution provisions triggered by extraordinary cash dividends paid on March 31, 2004, October 31, 2005 and October 28, 2010.

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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