

ANIXTER INTERNATIONAL INC  
 Form 4  
 April 08, 2014

**FORM 4**

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

OMB APPROVAL

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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 \*  
 Standish William

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)  
 2301 PATRIOT BLVD.  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 04/07/2014

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Executive VP - Operations

GLENVIEW, IL 60026  
 (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 Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	Price		
Common stock	04/07/2014		M	996 <sup>(1)</sup>	A	\$ 50.42	82,747 <sup>(2)</sup>	D
Common stock	04/07/2014		S	896 <sup>(1)</sup>	D	\$ 97.5111 <sup>(3)</sup>	81,851 <sup>(2)</sup>	D
Common stock	04/07/2014		S	100 <sup>(1)</sup>	D	\$ 98.182 <sup>(4)</sup>	81,751 <sup>(2)</sup>	D
Common stock	04/07/2014		S	800 <sup>(5)</sup>	D	\$ 97.4105 <sup>(6)</sup>	80,951 <sup>(2)</sup>	D
	04/07/2014		S	200 <sup>(5)</sup>	D		80,751 <sup>(2)</sup>	D



## 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) The shares covered in this transaction have been exercised and sold pursuant to a Rule 10b5-1(c) sales plan dated November 4, 2013.
- (2) Includes 17,461 common stock units.
- (3) This is the weighted average for sale prices ranging from \$97.00 to \$97.94. Upon the request of the SEC staff, the issuer or any security holder of the issuer, full information regarding the number of shares sold at each separate price will be provided.
- (4) This is the weighted average for sale prices ranging from \$98.11 to \$98.26. Upon the request of the SEC staff, the issuer or any security holder of the issuer, full information regarding the number of shares sold at each separate price will be provided.
- (5) The shares covered on this transaction have been sold pursuant to a Rule 10b5-1(c) sales plan dated April 24, 2013.
- (6) This is the weighted average for sale prices ranging from \$96.91 to \$97.90. Upon the request of the SEC staff, the issuer or any security holder of the issuer, full information regarding the number of shares sold at each separate price will be provided.
- (7) This is the weighted average for sale prices ranging from \$97.92 to \$98.34. Upon the request of the SEC staff, the issuer or any security holder of the issuer, full information regarding the number of shares sold at each separate price will be provided.

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.