

ANIXTER INTERNATIONAL INC
Form 424B3
June 11, 2001

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PROSPECTUS SUPPLEMENT NO. 12

\$792,000,000
ANIXTER INTERNATIONAL INC.
LIQUID YIELD OPTION(TM) NOTES DUE 2020
(ZERO COUPON -- SENIOR)
AND
COMMON STOCK ISSUABLE UPON
CONVERSION OF THE LYONS

This prospectus supplement supplements the prospectus dated August 30, 2000 of Anixter International Inc., as supplemented September 8, 2000, September 15, 2000, September 29, 2000, October 10, 2000, October 17, 2000, November 20, 2000, December 1, 2000, January 12, 2001, January 31, 2001, February 20, 2001 and March 12, 2001 relating to the sale by certain of our securityholders (including their pledgees, donees, transferees or other successors) of up to \$792,000,000 principal amount at maturity of LYONs and up to 5,908,558 shares of common stock to be issued upon conversion of the LYONs. You should read this prospectus supplement in conjunction with the prospectus, and this prospectus supplement is qualified by reference to the prospectus except to the extent that the information in this prospectus supplement supersedes the information contained in the prospectus. Capitalized terms used in this prospectus supplement and not otherwise defined herein have the meanings specified in the prospectus.

The following line items in the table of Selling Securityholders are hereby amended as follows:

	AGGREGATE PRINCIPAL AMOUNT OF LYONS AT MATURITY THAT MAY BE SOLD -----	NUMBER OF SHA OF COMMON STO THAT MAY BE S -----
Merrill Lynch, Pierce, Fenner and Smith Incorporated	\$ 750,000	5,595
Total.....	511,716,000	3,817,493

Merrill Lynch, Pierce, Fenner and Smith Incorporated and Anixter and its affiliates have engaged in and may in the future engage in, investment banking and other commercial dealings. Merrill Lynch acted as the initial purchaser in the private placement in which the LYONs were originally issued. Merrill Lynch has received customary fees and commissions for these transactions.

INVESTING IN THE LYONS OR THE COMMON STOCK INVOLVES RISKS DESCRIBED IN THE "RISK FACTORS" SECTION BEGINNING ON PAGE 9 OF THE PROSPECTUS.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

(TM) TRADEMARK OF MERRILL LYNCH & CO.

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The date of this prospectus supplement is June 11, 2001