

ALEXANDER & BALDWIN INC

Form 4

September 01, 2005

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ANDRASICK JAMES S

2. Issuer Name **and** Ticker or Trading
Symbol
ALEXANDER & BALDWIN INC
[ALEX]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
555 12TH STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/31/2005

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)
CEO of wholly-owned subsidiary

OAKLAND, CA 94607

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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)	(A) or (D)	Price	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)
Common Stock ⁽¹⁾	08/31/2005		M	470	A	\$ 26	66,795	I	By Revocable Living Trust
Common Stock ⁽¹⁾	08/31/2005		M	2,930	A	\$ 33.51	69,725	I	By Revocable Living Trust
Common Stock ⁽¹⁾	08/31/2005		S	3,400	D	\$ 52.5	66,325	I	By Revocable Living Trust

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Common Stock ⁽¹⁾	09/01/2005	M	1,409	A	\$ 26.52	67,734	I	By Revocable Living Trust
Common Stock ⁽¹⁾	09/01/2005	M	2,526	A	\$ 33.51	70,260	I	By Revocable Living Trust
Common Stock ⁽¹⁾	09/01/2005	S	3,935	D	\$ 52.5	66,325	I	By Revocable Living Trust

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

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SEC 1474
(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 of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 26	08/31/2005		M	470	01/22/2004 01/21/2013	Common Stock 470
Stock Option	\$ 33.51	08/31/2005		M	2,930	02/25/2005 02/24/2014	Common Stock 2,930
Stock Option	\$ 26.52	09/01/2005		M	1,409	01/23/2003 01/22/2012	Common Stock 1,409
Stock Option	\$ 33.51	09/01/2005		M	2,526	02/25/2005 ⁽²⁾ 02/24/2014	Common Stock 2,526

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director	10% Owner	Officer	Other
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ANDRASICK JAMES S
555 12TH STREET
OAKLAND, CA 94607

CEO of
wholly-owned
subsidiary

Signatures

/s/ Andrasick,
James S.

09/01/2005

__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).

On June 25, 1998, the Board of Directors of the Company declared a dividend, with respect to each share of common stock, of Common

(1) Stock Purchase Rights (the 'Rights') pursuant to a Rights Agreement, dated as of June 25, 1998. The Rights are currently attached to, represented by, and transferable with, certificates representing outstanding shares of common stock.

(2) The option vests in three equal annual installments beginning on February 25, 2005.

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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