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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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| | | Table I - Non-Dei | rivative Securities Acquired, Disposed of, or Benef | icially | Owned | | | | |
|--|---------------------|-------------------|---|----------------------------------|---|-----------------------|--|--|--|
| (City) | (State) | (Zip) | | | | | | | |
| | | _ | | Form filed by More the Person | an One Reporting | | | | |
| LIHUE | ні | 967661674 | | X | Form filed by One Reporting Person | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | idual or Joint/Group Filing (Check Applicabl | | | | |
| 4330 KUKU | JI GROVE STRE | ET | | | | | | | |
| KING CHARLES G (Last) (First) (Middle) | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 04/28/2005 |] | Officer (give title below) | Other (specify below) | | | |
| | | | t | X | Director | 10% Owner | | | |
| | ddress of Reporting | Person* | 2. Issuer Name and Ticker or Trading Symbol ALEXANDER & BALDWIN INC [ALEX] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| | | | or Section 30(n) of the investment Company Act of 1940 | | | | | | |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | (D) or Indirect | 7. Nature of Indirect Beneficial Ownership | |
|---------------------------------|--|---|------|---|---|---------------|-------|---|-----------------|---|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |

 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. Transa Code (8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock Option | \$40.38 | 04/28/2005 | | A | | 8,000 | | 04/28/2006 ⁽¹⁾ | 04/27/2015 | Common Stock | 8,000 | \$0 | 8,000 | D | |

Explanation of Responses:

1. Option vests in three equal annual installments, beginning a year from the date of the grant.

<u>/s/ King, Charles G.</u>

<u>04/28/2005</u> Date

** Signature of Reporting Person

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.