FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

| Name and Address of Reporting Person* Buelsing Norbert M | | | | | | 2. Issuer Name and Ticker or Trading Symbol ALEXANDER & BALDWIN INC [ALEX] | | | | | | | | | Check al | ll appl Direct | icable) or | p Person(s) to Issuer 10% Owner | |
|--|---|--|--|----------------------------|---|--|---------|--|------------------------------------|-------------------|--|---|-----------------|----------------------|---|------------------------------------|---|---|--|
| (Last) 822 BISH | (Last) (First) (Middle) 822 BISHOP STREET | | | | 3. Date of Earliest Transaction (Month/Day/Year) 01/28/2011 | | | | | | | | | | Λ | below | , | Other (specify below) olly-owned sub. | |
| (Street) HONOLULU HI 96813 (City) (State) (Zip) | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | | Individual or Joint/Group Filing (Check Applicable ne) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| | | Tabl | e I - Non- | -Deriv | ative | Sec | curitie | s Acc | quired, | Dis | posed o | f, or | Ben | efici | ally O | wne | d | | |
| Date | | | | Date | ate Exe Ionth/Day/Year) if a | | | A. Deemed Execution Date, f any Month/Day/Year) | | action (Instr. | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5) | | | | 4 and Sec Ben | | ially Following | 6. Ownershi Form: Direc (D) or Indire (I) (Instr. 4) | of Indirect |
| | | | | | | | | | Code | v | Amount | (<i>i</i> | A) or D) | Price | , т | Transaction(s) (Instr. 3 and 4) | | | (11311.4) |
| Common Stock 01/28/ | | | | | 3/2011 | 2011 | | | F ⁽¹⁾ | | 516 | 516 D | | \$40 | .06 | 55,996.5166 | | D | |
| Common Stock 01/30/2 | | | | | 0/2011 | | | | | | 597 | | D | \$40 | .06 | 55,399.5166 | | D | |
| | | Та | able II - De (e. | | | | | | | | sed of, onvertib | | | | | ned | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution D if any (Month/Day/ | Date, Transact Code (In | | | | | 6. Date E Expiratic (Month/D | on Dat | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) | | str. 3 | 8. Price Derivat Securit (Instr. 5 | tive ty 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership ct (Instr. 4) |
| | | | | | Code | v | (A) | | Date Exercisa | | Expiration Date | Title | or Nur of | ount mber ires | | | | | |

Explanation of Responses:

1. Represents common stock withheld by the issuer to cover tax withholding obligations arising from the vesting of a previous grant of restricted shares or restricted stock units.

/s/ Norbert M. Buelsing 01/31/2011

** Signature of Reporting Person Date

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.