$\square$ 

## 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

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

# OMB APPROVAL OMB Number: 3235-0287

- 1	onib Hambon	0200	020.
	Estimated average burde	en	
	hours per response:		0.5
- 4			

1. Name and Address of Reporting Person* DODS WALTER A JR			2. Issuer Name and Ticker or Trading Symbol <u>ALEXANDER &amp; BALDWIN INC</u> [ ALEX ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
				X	Director	10% Owner			
(Last) (First) 999 BISHOP STREET		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/08/2012		Officer (give title below)	Other (specify below)			
28TH FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Ap					
þ.				Line)	····	5 (* * * pp			
(Street)				X	Form filed by One Re	porting Person			
HONOLULU	HI	96813			Form filed by More the Person	an One Reporting			
(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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	03/08/2012		М		3,000	A	\$27.14	71,667.3282(1)	D	
Common Stock								2,000	Ι	By DH Realty Partners, LLC

### 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)		of Deri Sec Acq (A) ( Disp of (I	oosed D) tr. 3, 4	Expiration Date (Month/Day/Year)		ate Amount of		ount of Derivative curities Security derlying (Instr. 5) rivative Security		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	\$27.14	03/08/2012		М			3,000	04/25/2003	04/24/2012	Common Stock	3,000	\$0.0000	0.0000	D	

Explanation of Responses:

1. These shares were acquired under the Issuer's Dividend Reinvestment Program pursuant to Rule 16b-2, at prices ranging from \$38.25 to \$46.97.

03/08/2012

\*\* Signature of Reporting Person

/s/ Walter A. Dods, Jr.

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.

Date