

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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	
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1. Name and Address of Reporting Person* <u>COX MATTHEW J</u> (Last) (First) (Middle) 555 12TH STREET (Street) OAKLAND CA 94607 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ALEXANDER & BALDWIN INC [ALEX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>CFO of wholly-owned subsidiary</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/30/2005</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	03/30/2005		S		100	D	\$41.13	10,930	D	
Common Stock ⁽¹⁾	03/30/2005		S		200	D	\$41.14	10,730	D	
Common Stock ⁽¹⁾	03/30/2005		M		5,666	A	\$26	12,730	D	
Common Stock ⁽¹⁾	03/30/2005		S		100	D	\$41.01	12,630	D	
Common Stock ⁽¹⁾	03/30/2005		S		300	D	\$41.02	12,330	D	
Common Stock ⁽¹⁾	03/30/2005		S		100	D	\$41.04	12,230	D	
Common Stock ⁽¹⁾	03/30/2005		S		200	D	\$41.07	12,030	D	
Common Stock ⁽¹⁾	03/30/2005		S		100	D	\$41.08	11,930	D	
Common Stock ⁽¹⁾	03/30/2005		S		200	D	\$41.09	11,730	D	
Common Stock ⁽¹⁾	03/30/2005		S		200	D	\$41.1	11,530	D	
Common Stock ⁽¹⁾	03/30/2005		S		200	D	\$41.11	11,330	D	
Common Stock ⁽¹⁾	03/30/2005		S		300	D	\$41.12	11,030	D	
Common Stock ⁽¹⁾	03/30/2005		S		331	D	\$41.16	10,399	D	
Common Stock ⁽¹⁾	03/30/2005		S		100	D	\$41.18	10,299	D	
Common Stock ⁽¹⁾	03/30/2005		S		200	D	\$41.19	10,099	D	
Common Stock ⁽¹⁾	03/30/2005		S		200	D	\$41.2	9,899	D	
Common Stock ⁽¹⁾	03/30/2005		S		700	D	\$41.21	9,199	D	
Common Stock ⁽¹⁾	03/30/2005		S		100	D	\$41.26	9,099	D	
Common Stock ⁽¹⁾	03/30/2005		S		100	D	\$41.27	8,999	D	
Common Stock ⁽¹⁾	03/30/2005		S		401	D	\$41.29	8,598	D	
Common Stock ⁽¹⁾	03/30/2005		S		200	D	\$41.3	8,398	D	
Common Stock ⁽¹⁾	03/30/2005		S		122	D	\$41.31	8,276	D	
Common Stock ⁽¹⁾	03/30/2005		S		62	D	\$41.32	8,214	D	
Common Stock ⁽¹⁾	03/30/2005		S		200	D	\$41.33	8,014	D	
Common Stock	03/30/2005		S		250	D	\$41.34	7,764	D	
Common Stock ⁽¹⁾	03/30/2005		S		200	D	\$41.35	7,564	D	
Common Stock ⁽¹⁾	03/30/2005		S		300	D	\$41.36	7,264	D	
Common Stock ⁽¹⁾	03/30/2005		S		100	D	\$41.39	7,164	D	
Common Stock ⁽¹⁾	03/30/2005		S		100	D	\$41.41	7,064	D	

**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 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	\$26	03/30/2005		M			5,666	01/22/2004 ⁽²⁾	01/21/2013	Common Stock	5,666	\$0	5,334	D	

Explanation of Responses:

- On June 25, 1998, the Board of Directors of the Company declared a dividend, with respect to each share of common stock, of Common 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.
- The option vests in three equal annual installments beginning on January 22, 2004.

/s/ Cox, Matthew J.

03/31/2005

** 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.