

ALEXANDER & BALDWIN INC

Form 4

December 03, 2004

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SHAW MARYANNA G

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)

7 VINEYARD WAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/02/2004

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

KENTFIELD, CA 949042627

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ 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⁾	12/02/2004		S		6,100	D \$ 43.26	307,200	I	By Revocable Living Trust
Common Stock ⁽¹⁾	12/02/2004		S		3,600	D \$ 43.27	303,600	I	By Revocable Living Trust
Common Stock ⁽¹⁾	12/02/2004		S		400	D \$ 43.28	303,200	I	By Revocable Living Trust
Common Stock ⁽¹⁾	12/02/2004		S		1,000	D \$ 43.29	302,200	I	By Revocable

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								Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	500	D	\$ 43.3	301,700	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	2,300	D	\$ 43.31	299,400	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	400	D	\$ 43.33	299,000	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	3,800	D	\$ 43.37	295,200	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	2,600	D	\$ 43.39	292,600	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	2,400	D	\$ 43.4	290,200	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	2,600	D	\$ 43.42	287,600	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	500	D	\$ 43.43	287,100	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	500	D	\$ 43.33	286,600	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	100	D	\$ 43.45	286,500	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	500	D	\$ 43.46	286,000	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	400	D	\$ 43.47	285,600	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	1,000	D	\$ 43.48	284,600	I	By Revocable Living Trust
Common Stock <u>(1)</u>	12/02/2004	S	1,600	D	\$ 43.49	283,000	I	By Revocable Living Trust

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Common Stock ⁽¹⁾	12/02/2004	S	4,000	D	\$ 43.5	279,000	I	By Revocable Living Trust
Common Stock						19,515	I	By Gerbode Trust
Common Stock						16,446	I	By Spouse (Benef. ownership disclaimed)

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

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(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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SHAW MARYANNA G 7 VINEYARD WAY KENTFIELD, CA 949042627	X

Signatures

/s/ Shaw,
Maryanna G. 12/03/2004

**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.

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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