#### ROBINSON WARREN L

Form 5

January 31, 2005

#### **OMB APPROVAL** FORM 5 **OMB**

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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January 31,

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4 Transactions Reported

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer ROBINSON WARREN L Symbol MDU RESOURCES GROUP INC (Check all applicable) [MDU] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director 10% Owner \_X\_\_ Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2004 **EVP & CFO** MDU RESOURCES GROUP, INC., P. O. BOX 5650 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line)

### BISMARCK, NDÂ 58506-5650

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting

(City)	(State) (Z	Zip) Tal	ble I - Non-Derivati	ve Securitie	s Acqı	uired, I	Disposed of, or	Beneficially (	Owned
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	Date 2A. Deeme Zear) Execution I any (Month/Day	Date, if Transaction Code	4. Securin Acquired Disposed (Instr. 3,	d (A) of d of (D) 4 and (A) or	<b>)</b> )	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/09/2004	Â	G	3,500	D	\$ 0	37,683	D	Â
Common Stock (401-k)	Â	Â	Â	Â	Â	Â	14,811.085	I	By Trustee
Common Stock-Restricted Stock	d Â	Â	Â	Â	Â	Â	8,235	I	By Trustee
Common Stock	04/09/2004	Â	G	3,500	A	\$0	5,337	I	By wife

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Â Â ÂÂ Common Stock 267.93 I Custodian Persons who respond to the collection of information SEC 2270 Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. contained in this form are not required to respond unless (9-02)the form displays a currently valid OMB control number.

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)		ate	Amor Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. of D So Bo O En Is Fi
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
•	Director	10% Owner	Officer	Other				

ROBINSON WARREN L MDU RESOURCES GROUP, INC. P. O. BOX 5650

Â EVP & CFO Â

BISMARCK, NDÂ 58506-5650

## **Signatures**

Warren L 01/31/2005 Robinson

\*\*Signature of Date Reporting Person

# **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).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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