

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person* KRUEGER KEITH D (Last) (First) (Middle) 8500 NORMANDALE LAKE BLVD SUITE 1400 (Street) BLOOMINGTON MN 55437 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol RTW, INC. RTWI	3. Date of Earliest Transaction (Month/Day/Year) 04/15/2005	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VP - Insured Products & IT
		4. If Amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check applicable) <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 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)								6238	D	
Common Stock (1)								30	I	By KSOP
Common Stock (2)	04/15/2005		P		629	A	\$5.7205	6867	D	

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 Instructions 4(b)(v).

Persons who respond to the collection of the information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

FORM 4 (continued)

Table II -- Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	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(s) (Instr. 4)	10. Ownership Form of Derivative Security: 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 Options (Right to Buy) (1)(3)	\$9.50							09/09/1999	09/09/2008	Common Stock	750		750	D	
Stock Options (Right to Buy) (1)(3)	\$10.75							02/02/2001	02/02/2010	Common Stock	1500		2250	D	
Stock Options (Right to Buy) (1)(4)	\$2.60							04/24/2003	04/24/2012	Common Stock	7500		9750	D	
Stock Options (Right to Buy) (1)(3)	\$2.19							03/12/2003	03/12/2012	Common Stock	8300		18050	D	
Stock Options (Right to Buy) (1)(3)	\$6.18							02/11/2004	02/11/2014	Common Stock	15000		33050	D	
Stock Options (Right to Buy) (5)	\$8.81							02/09/2005	02/09/2015	Common Stock	10000		43050	D	

Explanation of Responses: See attached footnote page.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
see 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

/s/ Keith D. Krueger

04/19/2005

** Signature of Reporting Person

Date

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 control number.

FOOTNOTES

- 1 Previously reported
- 2 Represents shares purchased under the RTW, Inc. 1995 Employee Stock Purchase Plan on April 15, 2005.
- 3 These options are fully vested
- 4 The option shares vest as follows: 2,500 shares on July 24, 2003, 2,500 shares on July 24, 2004 and 2,500 on July 24, 2005
- 5 The option shares vest as follows: 5,000 shares upon issuance and 5,000 on 02/09/2006