

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): **November 4, 2009**

ALICO, INC.

(Exact Name of Registrant as Specified in Charter)

FLORIDA

(State or Other Jurisdiction of Incorporation)

0-261

(Commission File Number)

59-0906081

IRS Employer
Identification No.)

POST OFFICE BOX 338,
LA BELLE, FLORIDA

(Address of Principal Executive Offices)

33975

(Zip Code)

Registrant's telephone number, including area code: **(863) 675-2966**

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 C.F.R. 230.425)
 Soliciting Material pursuant to Rule 14a-12 under the Exchange Act (17 C.F.R. 240.14a-12)
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14D-2(b))
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 C.F.R. 240.13e-4(c))
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ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

On October 30, 2009 the Company's Board of Directors appointed JD Alexander as Vice-Chairman of the Board of Directors. Per the Company's By-laws, the Vice-Chairman will act as Chairman in the Chairman's absence. Additionally the Board formed an Executive Committee empowered to act on behalf of the Board to the full extent permitted by law for the purpose of directing operational management and policies of the Corporation and to take such further action when in the judgment of the Committee, such directives and actions are needed promptly, serve the best interests of the Corporation and it is not practical or consequential enough to convene a full Board meeting or when action is needed before the next regularly scheduled Board meeting.

The Committee consists of five directors, two of whom shall be the Chairman and Vice-Chairman of the Board. The Committee members are: JD Alexander, Chairman of the Committee and Vice-Chairman of the Board; John R. Alexander, Chairman of the Board; Ramon Rodriguez;; John Rood and Gordon Walker. Robert J. Viguet will serve as an alternate member of the Committee. The Board of Directors will review the actions taken by the Committee at its regularly scheduled meetings and may ratify, modify or rescind such actions taken by the Committee. A copy of the Executive Committee charter is attached as exhibit 99.2 to this filing.

ITEM 7.01 REGULATION FD DISCLOSURE

On November 3, 2009 the Company announced that it had set December 30, 2009, as the record date for shareholders eligible to vote at the Company's annual meeting which will be held at 10:00 a.m. on February 19, 2010. The annual meeting will be held in the Alico Arena at Florida Gulf Coast University, 10501 FGCU Blvd. S., Fort Myers, FL 33965-6565.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

Exhibit 99.1- Press release announcing the Election of Directors.

Exhibit 99.2- Executive Committee Charter

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALICO, INC.
(Registrant)

Date: November 4, 2009

By: /s/ STEVEN M. SMITH
Steven M. Smith
Chief Executive Officer

EXHIBIT INDEX

Exhibit 99.1 Company Press Release issued November 3, 2009.

ALICO SETS ANNUAL MEETING DATE AND RECORD DATE FOR ANNUAL MEETING, ESTABLISHES VICE CHAIRMAN AND EXECUTIVE COMMITTEE AND DEFERS DIVIDEND

LaBelle, FL, **November 3, 2009** -- **Alico, Inc.** (NASDAQ:ALCO), a land management company, set December 30, 2009, as the record date for shareholders eligible to vote at the Company's annual meeting which will be held at 10:00 a.m. on February 19, 2010. The annual meeting will be held in the Alico Arena at Florida Gulf Coast University, 10501 FGCU Blvd. S., Fort Myers, FL 33965-6565.

The Board also established the position of Vice-Chairman and appointed JD Alexander to the position. In other actions, the Board established an Executive Committee consisting of JD Alexander, Chairman of the Committee and Vice Chairman of the Board, John R. Alexander, Chairman of the Board, Ramon Rodriguez, John Rood and Gordon Walker. Robert J. Viguet was named as an alternate.

The Board deferred consideration of a quarterly dividend until its next scheduled meeting in December 2009. Chairman John Alexander said, "Based on the Company's financial condition, performance and short term outlook at this time, we do not believe that a current dividend is in the best interests of the Company. The Board will continue to review the condition, results and outlook for the Company and will make decisions about possible dividends based on those factors."

About Alico, Inc.

Alico, Inc., a land management company operating in Central and Southwest Florida, owns approximately 135,500 acres of land located in Collier, Glades, Hendry, Lee and Polk counties. Alico is involved in various agricultural operations and real estate operations. Alico's mission is to grow its asset values through its agricultural and real estate activities to produce superior long-term returns for its shareholders.

For Further Information Contact:

Steven M. Smith
La Belle, Florida
(863) 675-2966

Statements in this press release that are not statements of historical or current fact constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements include statements about hopes and desires and involve known and unknown risks, uncertainties and other unknown factors that could cause the actual results of the Company to be materially different from the historical results or from any future results expressed or implied by such forward-looking statements. The forward-looking statements contained herein are also subject generally to other risks and uncertainties that are described from time to time in the Company's reports and

registration statements filed with the Securities and Exchange Commission.

CHARTER OF THE EXECUTIVE COMMITTEE

OF THE BOARD OF DIRECTORS

OF

ALICO, INC.

Adopted October 29, 2009

I. PURPOSE

The Board of Directors (the “Board”) of Alico, Inc. (the “Corporation”) appoints an Executive Committee (the “Committee”) so that there will be a committee of the Board empowered to act for the Board, to the full extent permitted by law, for the purpose of directing operational management and policies of the Corporation from time to time, including the adoption of productivity measures, when, in the judgment of the Committee, such directives would be in the interest of the Corporation, and to take all such further action between meetings of the Board, when, in the judgment of the Committee, prompt action is needed and it is not practical to convene a Board meeting, or the matter is not consequential enough to submit to the full Board and action is needed before the Board’s next regularly scheduled meeting.

II. MEMBERSHIP

The Committee shall consist of five directors, two of whom shall be the Chairman of the Board and the Vice Chairman of the Board. In addition to the five initial members, the Committee shall also have an alternate member, who is also a director, who shall serve in the event that any of the initial members of the Committee are unable or unwilling to perform their duties and responsibilities as members of the Committee. The Vice Chairman of the Board shall preside at meetings of the Committee. In the absence or inability to act of the Vice Chairman of the Board, or upon the request of the Vice Chairman of the Board, the Chairman of the Board shall preside at meetings of the Committee.

The Board shall appoint the Committee members (other than the Chairman and the Vice Chairman of the Board) annually based on the recommendations of the Nominating and Corporate Governance Committee. The Board may fill vacancies on the Committee and may remove a member from Committee membership at any time with or without cause.

III. COMMITTEE STRUCTURE AND OPERATIONS

All requirements imposed upon the full Board under the Florida Business Corporation Act and the Bylaws with respect to meetings, notice and waiver of notice, and quorum and voting requirements for the Board shall also apply to the Committee.

The Committee shall meet in person or by telephone conference, videoconference or other means of communications permitted under applicable Florida law, at the request of the Vice Chairman of the Board or a majority of the members of the Committee. Actions may be taken by unanimous written consent, as deemed necessary or appropriate by the Committee Chairman or by any other member of the Committee. Minutes of each meeting shall be prepared by the Secretary or any Assistant Secretary of the Corporation or such other person designated by the Committee Chairman as Acting Secretary of the Committee, and when approved, shall be distributed to all Board members. The Committee may meet with members of management, consultants or advisors as it may deem necessary or appropriate.

The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities. In particular, the Committee shall have direct and unrestricted access to the Corporation's management and non-management personnel and all corporate records, and it shall have the authority to obtain advice and assistance from internal or external legal, accounting or other advisors.

At each regularly-scheduled meeting of the Board of Directors, the Executive Committee shall provide a full report of all such actions taken or decisions made by the Executive Committee since the previous regularly-scheduled meeting of the Board. The Board shall review the actions taken and decisions made by the Executive Committee as presented and shall ratify, modify or rescind such actions or decisions; provided however, that any action taken by the Executive Committee shall be fully effective until modified or rescinded by the action of the Board.

IV. RESPONSIBILITIES AND DUTIES

The Committee may, in the intervals between meetings of the Board, exercise all or any of the powers of the Board, except that in accordance with Section 607.0825 of the Florida Business Corporation Act, the Committee may not take any action to:

- (1) Approve or recommend to shareholders actions or proposals required by the Florida Business Corporation Act to be approved by shareholders.
- (2) Fill vacancies on the Board or any committee thereof.
- (3) Adopt, amend or repeal the Bylaws.
- (4) Authorize or approve the reacquisition of shares unless pursuant to a general formula or method specified by the Board.
- (5) Authorize or approve the issuance or sale or contract for the sale of shares, or determine the designation and relative rights, preferences, and limitations of a voting group except that the Board may authorize a committee (or senior executive officer of the Corporation) to do so within limits specifically prescribed by the Board.

The Committee also shall perform the following functions for the Corporation:

- (1) Review and reassess the adequacy of this Committee Charter periodically and submit any recommended changes to the Board for approval.
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(2) Discharge any other duty or responsibility assigned to it by the Board.

(3) Report to the Board with respect to any meetings of the Committee and any significant actions taken pursuant to this Section IV.

