

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): February 23, 2011

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.)

P.O. Box 338, LaBelle, FL 33975
(Address of Principal Executive Offices) (Zip Code)

(863) 675-2966
(Registrant's Telephone Number, Including Area Code)

Not Applicable
(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 (see General Instruction A.2 below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 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 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

Alico Inc. (the "Company") held its Annual Meeting of Shareholders on February 18, 2011. There were 7,370,110 shares of common stock entitled to be voted and 6,425,601 shares were voted in person or by proxy.

The Company's inspector of elections certified the following vote tabulations:

At the meeting, shareholders voted on the following items:

Proposal 1: The following nominees were elected to serve on the Board of Directors:

| | <u>FOR</u> | <u>AGAINST</u> | <u>WITHHELD</u> | <u>BROKER NON- VOTES</u> |
|-----------------------|------------|----------------|-----------------|----------------------------------|
| John R. Alexander | 5,166,147 | — | 115,621 | 1,143,833 |
| John D. Alexander | 5,170,843 | — | 110,925 | 1,143,833 |
| Robert E. Lee Caswell | 5,179,576 | — | 102,192 | 1,143,833 |
| Thomas A. McAuley | 5,194,186 | — | 87,582 | 1,143,833 |
| Charles L. Palmer | 5,090,702 | — | 191,066 | 1,143,833 |
| Ramon A. Rodriguez | 5,196,436 | — | 85,332 | 1,143,833 |
| John D. Rood | 5,192,967 | — | 88,801 | 1,143,833 |
| Robert J Viguet Jr. | 5,155,314 | — | 126,454 | 1,143,833 |
| Gordon Walker Ph.D. | 5,194,257 | — | 87,511 | 1,143,833 |

Proposal 2: The amended and restated director compensation plan for fiscal 2011 was approved.

| <u>FOR</u> | <u>AGAINST</u> | <u>ABSTAIN</u> | <u>BROKER NON-VOTES</u> |
|------------|----------------|----------------|-----------------------------|
| 5,168,905 | 79,568 | 33,295 | 1,143,833 |

Proposal 3: The possible appointment of McGladrey & Pullen L.L.P. as the Company's independent registered public accounting firm for fiscal 2011 was ratified.

| <u>FOR</u> | <u>AGAINST</u> | <u>ABSTAIN</u> | <u>BROKER NON-VOTES</u> |
|------------|----------------|----------------|-----------------------------|
| 6,364,575 | 53,139 | 7,887 | N/A |

Proposal 4: The compensation of the named executive officers as disclosed in the Company's proxy statement was approved on an advisory basis.

| <u>FOR</u> | <u>AGAINST</u> | <u>ABSTAIN</u> | <u>BROKER NON-VOTES</u> |
|------------|----------------|----------------|-----------------------------|
| 5,186,557 | 60,765 | 34,446 | 1,143,833 |

Proposal 5: The shareholders voted, on an advisory basis, to hold an annual advisory vote on the compensation of the named executive officers.

| <u>1 YEAR</u> | <u>2 YEAR</u> | <u>3 YEAR</u> | <u>ABSTAIN</u> | <u>BROKER NON-VOTES</u> |
|---------------|---------------|---------------|----------------|-----------------------------|
| 4,437,784 | 281,371 | 527,391 | 35,222 | 1,143,833 |

Item 8.01. Other Events.

On February 23, 2010, the Company issued a press release announcing the Election of Directors, a copy of which is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

| Exhibit No. | Description |
|--------------------|---------------------------------------|
| 99.1 | Press Release dated February 23, 2010 |

SIGNATURE

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

ALICO, INC.

By: /s/ JD Alexander

Name: JD Alexander
Title: President, Chief Executive Officer & Vice-Chairman of the Board

Date: February 23, 2011

Alico, Inc. Announces Election of Directors

LaBelle, FL, February 23, 2011 — Alico, Inc. (NASDAQ: ALCO), a land management company, announced at its Annual Meeting of Shareholders held on Friday, February 18, 2011, the Alico shareholders elected John R. Alexander, JD Alexander, Robert E. Lee Caswell, Thomas H. McAuley, Charles L. Palmer, Ramon A. Rodriguez, John D. Rood, Robert J. Viguet, Jr. and Gordon Walker Ph.D. to serve on the Company's Board of Directors.

There was no change to the Chairman and Vice-Chairman appointments; Mssr. John R. Alexander and JD Alexander, respectively, will continue to serve in these positions. At its Board meeting following the Annual meeting, the Board made the following committee appointments:

Audit Committee:

Chairperson and Financial Expert: Ramon A. Rodriguez
Charles L. Palmer
John D. Rood
Gordon Walker Ph.D.

Compensation Committee:

Chairperson: Robert J. Viguet, Jr.
Thomas H. McAuley
Charles L. Palmer
Gordon Walker Ph.D.

Nominating and Governance Committee:

Chairperson: Gordon Walker Ph.D.
Charles L. Palmer
John D. Rood

The Board also elected the following officers:

| | |
|--|--------------------|
| President and Chief Executive Officer | JD Alexander |
| Executive Vice-President and Chief Operating Officer: | Ken Smith Ph.D. |
| Senior Vice-President, Chief Financial Officer and Assistant Secretary: | Scott Whitney |
| Chief Accounting Officer and Controller: | Jerald R. Koesters |
| Treasurer: | Steven C. Lewis |
| Corporate Secretary: | A. Denise Plair |

An audio replay of the shareholders meeting will be available through March 10, 2011, on the Company's website at www.alcoinc.com.

About Alico, Inc.

Alico, Inc., a land management company operating in Central and Southwest Florida, owns approximately 139,607 acres of land located in Collier, Glades, Hendry, Lee and Polk counties. Alico is involved in various agricultural operations and real estate activities. 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:

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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 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.