### FORM 4

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

OMB APPROVAL
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0.5

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Resp	ponses)											
1. Name and Address of Reporting Person * TRAFELET REMY W								0	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director _X_ 10% Owner			
(Last) (First) (Middle) C/O TRAFELET BROKAW CAPITAL MANAGEMENT,, 410 PARK AVENUE, 17TH FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 02/13/2015						Officer (give title		specify below)	
NEW YORK, N		Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
(City)		(ip)	Table I	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)	(Month/Day/Year) any		eemed ion Date, if	ed 3.			ities A	Acquired sed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature	
				Code	V	Amount		Price	(Instr. 3 and 4)	(Instr. 4)		
Alico, Inc., Common Stock, Par Value \$1.00	02/13/2015	02/13/	/2015	P		3,441	A	\$ 45.2905	80,117	I	By Delta Offshore Master II, LTD (1)	
Alico, Inc., Common Stock, Par Value \$1.00	02/17/2015	02/17/	/2015	Р		2,772	A	\$ 46.3663	82,889	I	By Delta Offshore Master II, LTD (1)	
Alico, Inc., Common Stock, Par Value \$1.00									3,891	D		
Alico, Inc., Common Stock, Par Value \$1.00									3,705,457	I	By 734 Investors, LLC (2)	
Alico, Inc., Common Stock, Par Value \$1.00									20,000	I	By George R. Brokaw	
Reminder: Report of directly or indirectly	on a separate line for	r each cla	ass of securi	ities bene	ficia	lly owned	i [					

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## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	<ol><li>Transaction</li></ol>	3A. Deemed	4.	5.	6. Date Exe	rcisable	7. Tit	le and	8. Price of	<ol><li>Number of</li></ol>	10.	11. Nature	
Derivative	Conversion	Date	Execution Date, if	Transaction	Number	and Expirati	ion Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect	
Security	or Exercise	(Month/Day/Year)	any	Code	of	(Month/Day	y/Year)	Unde	erlying	Security	Securities	Form of	Beneficial	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			Secu	rities	(Instr. 5)	Beneficially	Derivative	Ownership	
	Derivative				Securities			(Instr	. 3 and		Owned	Security:	(Instr. 4)	
	Security				Acquired			4)			Following	Direct (D)	Ì	
					(A) or			ĺ			Reported	or Indirect		
					Disposed						Transaction(s)	(I)		
					of (D)						(Instr. 4)	(Instr. 4)		
					(Instr. 3,							ì		
					4, and 5)									
									Amount			i		
						Date	Expiration Date	TD: 41	or					
						Exercisable	Date	Title	Number					
									of				1	

	Code V (A) (D)	Shares		

#### **Reporting Owners**

Denouting Owner Name / Adduces	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
TRAFELET REMY W C/O TRAFELET BROKAW CAPITAL MANAGEMENT, 410 PARK AVENUE, 17TH FLOOR NEW YORK, NY 10022	X	X				

#### **Signatures**

Remy W. Trafelet	02/18/2015
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 February 13, 2015 Delta Offshore Master II, LTD (the "Fund") purchased 3,441 shares of the Company's Common Stock and on February 17, 2015, the Fund purchased 2,772 shares of the Company's Common Stock. Trafelet Brokaw Capital Management, L.P.
- (1) ("TBCM") serves as investment manager to the Fund and, in such capacity, exercises voting and investment control over securities held for the accounts of the Fund. Trafelet & Company, LLC ("TC") serves as the general partner of TBCM. Mr. Trafelet is the managing member of TC and may be deemed to have indirect beneficial ownership of the shares reported herein. Mr. Trafelet disclaims beneficial ownership for the Company's Common Stock held by the Fund except to the extent of his pecuniary interest therein.
- On November 18, 2013, 734 Investors, LLC purchased 3,705,457 shares of the Company's Common Stock. 734 Agriculture LLC is the managing member of 734 Investors, LLC. Mr. Trafelet and George R. Brokaw are the members of 734 Agriculture, LLC. Mr. Trafelet disclaims beneficial ownership of the Company's Common Stock held by 734 Investors, LLC except to the extent of his pecuniary interest therein.
- George R. Brokaw has entered into an agreement with 734 Investors, LLC to vote his shares as directed by 734 Investors, LLC. As noted (3) in footnote 2, 734 Agriculture, LLC is the managing member of 734 Investors, LLC and Mr. Trafelet and George R. Brokaw are the members of 734 Agriculture, LLC.

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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