FORM	4
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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).

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

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### 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

1. Name and Address of Reporting Person – TRAFELET REMY W				Frading S	ymbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Middle) CAPITAL CAVENUE, 17TH	08/07/2015	st Transact	ion (1	Month/Da	iy/Yea	r)	Officer (give title below)	Other (specify	below)
(Street) NEW YORK, NY 10022			ginal	Filed(Mor	th/Day/Y	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(Zip)	Ta	ble I - No	n-De	rivative S	Securi	red, Disposed of, or Beneficially Owned			
Date	Execution Date, if		ction	(A) or D	(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D)	Beneficial Ownership
		Code	v	Amount	or (D)	Price		(I) (Instr. 4)	(111511. 4)
08/07/2015	08/07/2015	Р		8,050	A	\$ 40.9525	249,634	I	By Delta Offshore Master II, LTD (1)
08/10/2015	08/10/2015	Р		2,000	A	\$ 39.9726	251,634	I	By Delta Offshore Master II, LTD (1)
							3,705,457	I	By 734 Investors, LLC (2)
							20,000	I	By George R. Brokaw (3)
							302,305	Ι	By RCF 2014 <mark>(4)</mark>
							307,357	D	
	(Middle) CAPITAL CAVENUE, 17TH (Zip) 2. Transaction Date (Month/Day/Year) 08/07/2015	ALICO INC [a   (Middle) 3. Date of Earlies   CAPITAL 3. Date of Earlies   AVENUE, 17TH 4. If Amendment   (Zip) Ta   2. Transaction 2A. Deemed   Date Execution Date, if   (Month/Day/Year) (Month/Day/Year)   08/07/2015 08/07/2015	ALICO INC [alco]   (Middle) 3. Date of Earliest Transact 08/07/2015   AVENUE, 17TH 4. If Amendment, Date Original Constraints of the intervence of the	ALICO INC [alco]     (Middle)   3. Date of Earliest Transaction (108/07/2015     CAPITAL   08/07/2015     AVENUE, 17TH   4. If Amendment, Date Original     (Zip)   Table I - Non-De     2. Transaction   2A. Deemed     Date   (Month/Day/Year)     (Month/Day/Year)   2A. Deemed     (Month/Day/Year)   3. Transaction     Code   V     08/07/2015   08/07/2015	ALICO INC [alco]     (Middle)     3. Date of Earliest Transaction (Month/Da 08/07/2015     AVENUE, 17TH     (Zip)     Table I - Non-Derivative S     (Zip)     Call of Earliest Transaction (Month/Da     (Zip)     Table I - Non-Derivative S     Code     (Month/Day/Year)     Code     (Month/Day/Year)     Code     V     Amount     08/07/2015     P     8,050	ALICO INC [alco]     (Middle)     3. Date of Earliest Transaction (Month/Day/Yea 08/07/2015     CAPITAL     A VENUE, 17TH     (Zip)     Table I - Non-Derivative Securit     (Zip)     2A. Deemed     3. Transaction     Date   (Month/Day/Year)     (Month/Day/Year)   3. Transaction     Code   (A) or Dispose     (Instr. 8)   (Instr. 3, 4 and     (Month/Day/Year)   Code   V     08/07/2015   P   8,050	ALICO INC [alco]     (Middle)     A. LICO INC [alco]     3. Date of Earliest Transaction (Month/Day/Year)     08/07/2015     4. If Amendment, Date Original Filed(Month/Day/Year)     (Zip)     Table I - Non-Derivative Securities Acquired     2. Transaction Date (Month/Day/Year)     2. Transaction Date (Month/Day/Year)     (Month/Day/Year)     (Month/Day/Year)     (Month/Day/Year)     (Month/Day/Year)     08/07/2015     08/07/2015     08/07/2015     P   8,050     A     \$4.9525	ALICO INC [alco] Check all appli application of the set of	ALICO INC [alco]   Check all applicable)   Check all applicable)     (Middle)   3. Date of Earliest Transaction (Month/Day/Year)   Check all applicable)   XUrey.Ower     (ALTCO INC [alco]   08/07/2015   AVENUE, 17TH   Check all applicable)   Check all applicable)     (ALTCO INC [alco]   08/07/2015   Form filed by One Reporting Person   Check all applicable)     (Zap)   Table 1 - Non-Derivative Securities Acquired, (A) or Disposed of, Or Beneficially Owned   S. Amount of Securities Beneficially Owned Following Person     (Zap)   2A. Deemed Execution Date, if any (Month/Day/Year)   S. Amount of Securities Acquired (A) or Disposed of (D)   S. Amount of Securities Beneficially Owned Following Person   6.     (Month/Day/Year)   Code   V   Amount (D)   Price   S. Amount of Securities Beneficially Owned Following Person   6.     (Month/Day/Year)   Code   V   Amount (D)   Price   S. Amount of Securities Beneficially Owned Following Person   6.     (Month/Day/Year)   Code   V   Amount (D)   Price   S. Amount of Securities Beneficially Owned Following Person   6.     (Month/Day/Year)   08/07/2015   P   8,050   A   \$9.9255   249,634   I     08/10

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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<u>0</u>2)

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

( <i>e.g.</i> , puts, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. Nu	mber	6. Date Exer	rcisable	7. Tit	tle and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transacti	on	of		and Expirati	on Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Deriv	vative (Month/Day/Year)		Unde	rlying	Security	Securities	Form of	Beneficial	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Secu	curities		Secu	rities	(Instr. 5)	Beneficially	Derivative	Ownership	
	Derivative					Acqu	ired			(Instr	: 3 and			Security:	(Instr. 4)
	Security					(A) o				4)			0	Direct (D)	
						Dispo							· F · · · · ·	or Indirect	
							of (D)					Transaction(s)	< / <		
							str. 3,					(Instr. 4)	(Instr. 4)		
						4, and 5)									
											Amount				
								Date	Expiration		or				
								Exercisable	Expiration Date	Title	Number				
								Exclosuble	Date		of				
				Code	V	(A)	(D)				Shares				

# **Reporting Owners**

Describer Open News (Address	Relationsh	ips	
<b>Reporting Owner Name / Address</b>			

TRAFELET REMY W	Director	10% Owner	Officer	Other
C/O TRAFELET BROKAW CAPITAL MANAGEMENT, 410 PARK AVENUE, 17TH FLOOR	Х	Х		
NEW YORK, NY 10022				

## **Signatures**

Remy W. Trafelet	08/11/2015
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 August 7, 2015, Delta Offshore Master II, LTD (the "Fund") purchased 8,050 shares of the Company's Common Stock and on August 10, 2015 the Fund purchased 2,000 shares of the Company's Common Stock. Trafelet Brokaw Capital Management, L.P. ("TCBM") serves as investment manager to the Fund, and in such capacity, (1) 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 for 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 19, 2013, 734 Investors, LLC purchased 3,705,457 shares of the Company's Common Stock. 734 Agriculture, LLC is the managing member of 734
- (2) Investors, LLC. Mr. Trafelet and George R. Brokaw are 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.
- (3) George R. Brokaw has entered into an agreement with 734 Investors, LLC to vote his shares as directed by 734 Investors, LLC. As noted 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.
- (4) Mr. Trafelet is the sole beneficiary of a trust, RCF 2014 Legacy LLC. Mr. Trafelet disclaims beneficial ownership of the shares held by such trust except to the extent of his pecuniary interest therein.

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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