| FORM 4 | 4 |
|--------|---|
|--------|---|

| 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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

02)

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 Responses) | | | | | | | | | | | |
|---|--|--|--------------------|-----------|------------------------|----|---|--|------------------|-------------------------|--|
| 1. Name and Address of Reporting P Eisner R. Gregory | 2. Issuer Name a ALICO INC [al | | or Tr | ading Syr | nbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X. Director 10% Owner | | | | |
| 365 WEST END AVENUE AP | (Middle) T 6A | 3. Date of Earliest Transaction (Month/Day/Year) 04/05/2016 | | | | | | Officer (give title below) | Other (specify b | elow) | |
| ^(Street) NEW YORK, NY 10024 | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | r) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) (State) | (Zip) | Table I - Non-Derivative Securities Acqu | | | | | | ired, Disposed of, or Beneficially Owned | | | |
| 1.Title of Security (Instr. 3) | Date (Month/Day/Year) | Execution Date, if | Code (Instr. 8) | tion | (A) or Disposed of (D) | | of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | | Beneficial Ownership | |
| Alico, Inc., Common Stock, Par Value \$1.00 | 04/05/2016 | 04/05/2016 | А | | 1,087 | А | \$ 27.60 | 8,006 | D | | |

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

Persons who respond to the collection of information SEC 1474 (9contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

| (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | |
|--|-------------|------------------|--------------------|-------------|------|----------|--------------|--------------------|--------|---------|-------------|----------------|-------------|-------------|
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | 4. | 5.1 | Number | 6. Date Exer | cisable | 7. Tit | le and | 8. Price of | 9. Number of | 10. | 11. Nature |
| Derivative | Conversion | Date | Execution Date, if | Transaction | n of | | and Expirati | on Date | Amo | unt of | Derivative | Derivative | Ownership | of Indirect |
| Security | or Exercise | (Month/Day/Year) | any | Code | Der | rivative | (Month/Day | /Year) | Unde | rlying | Security | Securities | Form of | Beneficial |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Sec | urities | | | Secu | rities | (Instr. 5) | Beneficially | Derivative | Ownership |
| | Derivative | | | | Ac | quired | | | (Instr | : 3 and | | Owned | Security: | (Instr. 4) |
| | Security | | | | (A) | or | | | 4) | | | 0 | Direct (D) | |
| | | | | | Dis | posed | | | | | | Reported | or Indirect | |
| | | | | | of (| | | | | | | Transaction(s) | < / < | |
| | | | | | | str. 3, | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | 4, a | ind 5) | | | | | | | | |
| | | | | | | | | | | Amount | | | | |
| | | | | | | | Date | Evaluation | | or | | | | |
| | | | | | | | Exercisable | Expiration Date | Title | Number | | | | |
| | | | | | | | Exercisable | Date | | of | | | | |
| | | | | Code V | (A |) (D) | | | | Shares | | | | |

Reporting Owners

| Denseting Open Name (Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| Eisner R. Gregory 365 WEST END AVENUE APT 6A NEW YORK, NY 10024 | х | | | | | | |

Signatures

| R. Gregory Eisner | 04/06/2016 |
|----------------------------------|------------|
| 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).

Remarks:

These shares were issued under the Stock Incentive Plan of 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 number.