ALICO INC Form 4 July 08, 2014

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

5 Relationship of Reporting Person(s) to

Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Form 5

(Print or Type Responses)

1 Name and Address of Reporting Person *

| KRUSEN V | Symbol | 2. Issuer Name and Ticker or Trading Symbol | | | | S. Relationship of Reporting Person(s) to Issuer | | | | |
|---|--|---|--|------------|-----------|--|---|---|---|--|
| | ALICO | ALICO INC [alco] | | | | (Check all applicable) | | | | |
| (Last) | (First) (I | | of Earliest T | ransaction | | | | | | |
| 1414 W. SV 100 | | (Month/Day/Year) 07/08/2014 | | | | X_ Director 10% Owner Officer (give title below) Other (specify below) | | | | |
| | (Street) | 4. If An | 4. If Amendment, Date Original | | | | 6. Individual or Joint/Group Filing(Check | | | |
| TAMDA E | 1 22606 | Filed(M | Filed(Month/Day/Year) | | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| TAMPA, F | L 33606 | | | | | | Person | | 1 0 | |
| (City) | (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8) (A) | | | 5. Amount of Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4) Transaction(s) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Alico, Inc., Common Stock, Par Value \$1.00 | 07/08/2014 | 07/08/2014 | Code V | Amount 750 | or (D) | Price \$ 37.49 | (Instr. 3 and 4) 2,586 | D | | |
| Alico, Inc., Common Stock, Par Value \$1.00 | | | | | | | 1,000 | I | By Dominion Strategic Resource Partners (1) | |

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

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SEC 1474 (9-02)

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------|-----------------|--------------------|----------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | orNumber | Expiration Da | ate | Amoun | it of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securit | ies | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | - | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A manust | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration Date | or Title Number | | | |
| | | | | | | Exercisable | | | | | |
| | | | | C 1 W | (A) (D) | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KRUSEN W ANDREW JR 1414 W. SWANN AVENUE, SUITE 100 X TAMPA, FL 33606

Signatures

W. Andrew Wrusen, Jr. 07/08/2014

**Signature of Date
Reporting Person

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 April 30, 2013, Dominion Strategic Resource Partners ("DSRP") purchased 1,000 shares of Common Stock. Dominion Financial (1) Group, Inc. ("DFG") is the managing general partner of DSRP. Mr. Krusen is the President of DFG and has investment authority over shares held by DFG pursuant to a Consulting Agreement between Mr. Krusen and DFG.

Remarks:

These shares were issued under the 2013 Incentive Equity Plan.

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