

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-29**
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ISSUER

ALICO INC

CIK: **3545** | IRS No.: **590906081** | State of Incorp.: **FL** | Fiscal Year End: **0831**
SIC: **0100** Agricultural production-crops

Mailing Address
*640 SOUTH MAIN STREET
P O BOX 338
LA BELLE FL 33935*

Business Address
*PO BOX 338
640 SOUTH MAIN STREET
LA BELLE FL 33935
8136752966*

REPORTING OWNER

GRIGSBY B WADE

CIK: **1275917**
Type: **4** | Act: **34** | File No.: **000-00261** | Film No.: **05791109**

Mailing Address
*HC 61 BOX 93
CLEWISTON FL 33440*

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person GRIGSBY B WADE			2. Issuer Name and Ticker or Trading Symbol ALICO INC [alco]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title _____ Other (specify below) Vice President Ranch		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/29/2005			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
HC 61 BOX 93			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) CLEWISTON, FL 33440								
(City)	(State)	(Zip)						

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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Alico, Inc., Common Stock, Par Value \$1.00	04/29/2005	04/29/2005	<u>M</u>		250	A	\$15.68	250	D	
Alico, Inc., Common Stock, Par Value \$1.00	04/29/2005	04/29/2005	<u>S</u>		250	D	\$47.25	0	D	
Alico, Inc., Common Stock, Par Value \$1.00	05/02/2005	05/02/2005	<u>M</u>		750	A	\$15.68	750	D	
Alico, Inc., Common Stock, Par Value \$1.00	05/02/2005	05/02/2005	<u>S</u>		750	D	\$50.0867	0	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		Date Exercisable	Expiration Date						Amount or Number of Shares
Option for	\$15.68	04/29/2005	04/29/2005	<u>M</u>		250	02/26/2004	09/09/2013	Common Stock	250	\$ 0	250	D	

Common Stock															
Option for Common Stock	\$15.68	04/29/2005	04/29/2005	<u>S</u>			250	02/26/2004	09/09/2013	Common Stock	250	\$ 0	0	D	
Option for Common Stock	\$15.68	05/02/2005	05/02/2005	<u>M</u>		750		02/26/2004	09/09/2013	Common Stock	750	\$ 0	750	D	
Option for Common Stock	\$15.68	05/02/2005	05/02/2005	<u>S</u>			750	02/26/2004	09/09/2013	Common Stock	750	\$ 0	0	D	

Remarks:

The reporting person received these options under the "Stock Option Incentive Equity Plan" and did not pay any monetary value for the derivative securities; the price is stated in Column 2.

Signatures

B. Wade Grigsby

** Signature of Reporting Person

05/02/2005

Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.