Donegan Mark Form 3 December 09, 2011

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

**OMB APPROVAL** 

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement CADIZ INC [CDZI] Donegan Mark (Month/Day/Year) 11/30/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O ALTIMA PARTNERS (Check all applicable) LLP, 23 SAVILE ROW, 6TH **FLOOR** Director \_\_X\_\_ 10% Owner Officer (Street) Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) \_X\_ Form filed by One Reporting Person LONDON, UNITED Form filed by More than One KINGDOM, X0Â W1S 2ET Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Ownership Beneficially Owned Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock, par value \$0.01 per share 24,300 D By Altima Global Special  $I^{(1)}$ Common Stock, par value \$0.01 per share 746,651 Opportunities Fund By Altima Global Special  $I^{(1)}$ Common Stock, par value \$0.01 per share 500,000 Situations Master Fund I (1) Common Stock, par value \$0.01 per share 227,167 By Altima Services UK Limited Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly.

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

| 1. Title of Derivative<br>Security<br>(Instr. 4) |                     | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                        | 5.<br>Ownership<br>Form of<br>Derivative        | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|--|---------------------|--|-----------------|--|------------------------|---|---|
|  | Date<br>Exercisable | Expiration<br>Date                                       | Title           | Amount or<br>Number of<br>Shares   | Derivative<br>Security | Security: Direct (D) or Indirect (I) (Instr. 5) |   |
| Warrant to acquire<br>Common Stock               | 01/19/2010          | 10/30/2012   | Common<br>Stock | 48,000   | \$ 15                  | I (1)   | By Altima Global<br>Special<br>Opportunities<br>Fund        |
| Warrant to acquire<br>Common Stock               | 02/28/2012          | 11/30/2014   | Common<br>Stock | 166,667  | \$ 13                  | I (1)   | By Altima Global<br>Special Situations<br>Master Fund       |
| Warrant to acquire<br>Common Stock               | 02/28/2012          | 11/30/2014   | Common<br>Stock | 55,556   | \$ 13                  | I (1)   | By Altima<br>Services UK<br>Limited                         |

### **Reporting Owners**

| Reporting Owner Name / Address     | Relationships |           |         |       |  |
|------------------------------------|---------------|-----------|---------|-------|--|
|                                    | Director      | 10% Owner | Officer | Other |  |
| Donegan Mark                       |               |           |         |       |  |
| C/O ALTIMA PARTNERS LLP            | â             | ÂΧ        | â       | â     |  |
| 23 SAVILE ROW, 6TH FLOOR           | А             | АХ        | A       | A     |  |
| LONDON, UNITED KINGDOM, X0 W1S 2ET |               |           |         |       |  |

# **Signatures**

/s/ Mark
Donegan

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

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.

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