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term of 10 years and vesting 1/3 upon commencement of employment, 1/3 upon the first anniversary of employment and 1/3 upon the second anniversary of employment.

ITEM 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS;
ELECTION OF DIRECTORS; APPOINTMENT OF
PRINCIPAL OFFICERS

(c) On October 3, 2005 Cadiz announced the appointment of O'Donnell Iselin as Chief Financial Officer. A copy of the press release announcing Mr. Iselin's appointment is attached as Exhibit 99.1 to this report. The material terms and conditions of Mr. Iselin's employment with Cadiz are set forth in the employment agreement with Mr. Iselin, a copy of which is attached to this report as Exhibit 10.1 and which is incorporated by reference into this Item 5.02(c).

Mr. Iselin, age 51, has served as Treasurer of Southwest Water Company, a Nasdaq listed water utility and services company, since October 2004. From 1989 to 2004, Mr. Iselin was employed in various capacities by Hughes Electronics Corporation, now The DIRECTV Group, Inc., serving since 2000 as Director of Treasury.

There are no arrangements or understandings between Mr. Iselin and any other person pursuant to which he was appointed to office. There are no family relationships between Mr. Iselin and any director or executive officer of Cadiz.

Concurrently with the appointment of Mr. Iselin as Cadiz' Chief Financial Officer, Mr. Keith Brackpool, the Chief Executive Officer of Cadiz who had also been serving as Cadiz' Chief Financial Officer, ceased serving as Chief Financial Officer.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

The following exhibits are furnished with this report on Form 8-K:

| Exhibit Number ----- | Description ----- |
|----------------------------|---|
| 10.1 | Employment Agreement dated September 12, 2005 between O'Donnell Iselin and Cadiz Inc. |
| 99.1 | Press release dated October 3, 2005 announcing appointment of O'Donnell Iselin. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Cadiz Inc.

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By: /s/ Keith Brackpool

Keith Brackpool
Chairman of the Board
and Chief Executive Officer

Dated: October 3, 2005