

---

---

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

**FORM 8-K**

CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (date of earliest event reported): **May 30, 2024**

**CALAVO GROWERS, INC.**

(Exact Name of Registrant as Specified in Charter)

<u>California</u> (State or Other Jurisdiction of Incorporation)	<u>000-33385</u> (Commission File Number)	<u>33-0945304</u> (IRS Employer Identification No.)
--	--	---

**1141-A Cummings Road, Santa Paula, California 93060**

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(805) 525-1245**

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock	CVGW	Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

---

---

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 30, 2024, the Board of Directors of Calavo Growers, Inc. (“Calavo”) appointed B. John Lindeman as an independent member of its Board of Directors, effective June 3, 2024.

Mr. Lindeman, age 54, has served since March 2020 as Executive Vice President and Chief Financial Officer of HydroFarm Holdings Group, Inc. (Nasdaq: HYFM), a leading manufacturer and distributor of branded hydroponics equipment and supplies for controlled environment agriculture, where he is responsible for accounting, finance, and information technology. Prior to joining HydroFarm, Lindeman served as Chief Financial Officer of Calavo from 2015 to 2020. Prior to joining Calavo, Mr. Lindeman held various leadership positions within the finance and investment banking industries, including serving as co-head of the consumer and retail group at Janney Montgomery Scott from 2009 to 2015, managing director at Stifel Nicolaus from 2005 to 2009 and principal at Legg Mason from 1999 to 2005. Prior to joining Legg Mason, he was a Manager at PricewaterhouseCoopers LLP from 1996 to 1999. Mr. Lindeman has also served as a director of Utz Brands, Inc. (NYSE: UTZ) since September 2020. Mr. Lindeman is a Chartered Financial Analyst and holds a B.S. in Business Administration from the University of Mary Washington.

In addition, Mr. Lindeman has been appointed to the Audit Committee of the Board of Directors. Following the appointment of Mr. Lindeman as an independent director, Calavo’s Board of Directors will consist of nine directors.

Mr. Lindeman was not selected as a director pursuant to any arrangement or understanding between him and any other person. Mr. Lindeman has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K. Mr. Lindeman will participate in Calavo’s non-employee director compensation program, which is described in the Company’s Definitive Proxy Statement filed with the U.S. Securities and Exchange Commission on February 28, 2024.

**Item 7.01. Regulation FD Disclosure.**

On June 4, 2024, Calavo issued a press release announcing the appointment of Mr. Lindeman to the Board of Directors. A copy of the press release is filed as Exhibit 99.1 hereto and incorporated herein by reference.

In accordance with General Instruction B.2 of Form 8-K, Exhibit 99.1 is being furnished and shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, and shall not be deemed to be incorporated by reference into any of Calavo’s filings under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof and regardless of any general incorporation language in such filings, except to the extent expressly set forth by specific reference in such a filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

99.1	<a href="#">Press Release dated June 4, 2024</a>
104	Cover Page Interactive Data File (formatted as inline XBRL).

**SIGNATURE**

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.

June 4, 2024

Calavo Growers, Inc.

By: s/ Shawn Munsell  
Shawn Munsell  
Chief Financial Officer



## Calavo Growers Appoints John Lindeman to Board of Directors

**SANTA PAULA, Calif., June 4, 2024**—Calavo Growers, Inc. (Nasdaq-GS: CVGW), a global leader in the avocado and value-added fresh food industries, today announced the appointment of John Lindeman to its Board of Directors and Audit Committee, effective June 3, 2024.

“We are excited to welcome John to our Board of Directors,” said Steven Hollister, Chairman of the Board of Directors of Calavo Growers. “John has extensive experience in corporate finance, strategy, and leadership and has deep knowledge of Calavo and the avocado industry having served as Calavo’s Chief Financial Officer for several years. We welcome John back to the organization and look forward to his insight and contributions.”

Mr. Lindeman has served since March 2020 as Executive Vice President and Chief Financial Officer of Hydrofarm Holdings Group, Inc. (Nasdaq: HYFM), a leading manufacturer and distributor of branded hydroponics equipment and supplies for controlled environment agriculture, where he is responsible for accounting, finance, and information technology. Prior to joining Hydrofarm, Mr. Lindeman served as Chief Financial Officer of Calavo Growers from 2015 to 2020.

Prior to joining Calavo, Mr. Lindeman held various leadership positions within the finance and investment banking industries, including serving as managing director at Sageworth Trust Company, a family office and private trust company, managing director and co-head of the consumer and retail group at Janney Montgomery Scott, managing director at Stifel Nicolaus and principal at Legg Mason. Prior to joining Legg Mason, he was a Manager at PricewaterhouseCoopers LLP. Mr. Lindeman has also served as a director of Utz Brands, Inc. (NYSE: UTZ) since September 2020. Mr. Lindeman is a Chartered Financial Analyst and holds a Bachelor of Science in Business Administration from the University of Mary Washington.

Following the appointment of John Lindeman as independent director, Calavo’s Board will consist of nine directors, eight of them independent.

### **About Calavo Growers, Inc.**

Calavo Growers, Inc. (Nasdaq: CVGW) is a global leader in high quality produce, including avocados, tomatoes and papayas, and a pioneer of healthy fresh-cut fruit, vegetables and prepared foods. Calavo products are sold under the trusted Calavo brand name, proprietary sub-brands, private label and store brands. Founded in 1924, Calavo has a rich culture of innovation, sustainable practices and market growth. The Company serves retail grocery, foodservice, club stores, mass merchandisers, food

---

distributors and wholesalers worldwide. Calavo is headquartered in Santa Paula, California, with processing plants and packing facilities throughout the U.S. and Mexico. Learn more about *The Family of Fresh™* at [calavo.com](http://calavo.com).

**Investor Contact**

Julie Kegley, SVP

Financial Profiles, Inc.

[calavo@finprofiles.com](mailto:calavo@finprofiles.com)

310-622-8246

---