FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

or Section 30(h) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL											
OMB Number: 3235-02											
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hours per response:	0.5										

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

						1								T					
1. Name and Address of Reporting Person* DiGregorio Michael Anthony					2. Issuer Name and Ticker or Trading Symbol CALAVO GROWERS INC [CVGW]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u> Digregorio vitenaer rination j.</u>				_								_	X Dire	ctor		10% Ov	mer		
(Last)	(Fi	rst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 11/01/2023								Offi belo	cer (give title w)		Other (s below)	pecify	
C/O CALAVO GROWERS, INC.				4 1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable						
1141-A CUMMINGS RD.				4. "	4. II Amendment, Date of Original Filed (Month/Day/Year)								Line)						
1141-A COMMINGS RD.													X Form filed by One Reporting Person						
(0)					-									For	n filed by Mo	re thai	n One Repor	tina	
(Street)												Per		ne tria	ii Olic Itepoi	9			
SANTA PAULA CA 93060		93060		-															
,					- Rı	Rule 10b5-1(c) Transaction Indication													
(City)	(St	tate)	(Zip)																
(2-10-1)					ΙП	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to													
						satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.													
		Tab	le I - Non	-Deriv	vative	e Sec	curitie	s Ac	quired, D	Disp	osed o	of, or Be	eneficia	lly Owr	ed				
1. Title of S	Security (Inst	tr. 3)		2. Trans	saction	ction 2A. Deemed			3. 4. Securities Acquired (A				red (A) or) or 5. Amount of			wnership	'. Nature	
	, , , , , , , , , , , , ,	-,		Date	/D /\(\frac{1}{2}\)			n Date	, Transactio		Dispose	ed Of (D) (Instr. 3, 4 ar				Forn	n: Direct c	of Indirect	
(M				(Month			Year) if any (Month/Day/Yea		Code (In ır) 8)	str. 5)					icially d Following			Beneficial Ownership	
									· ·		_	(A) (. 1		Reported Transaction(s)			Instr. 4)	
									Code	V	Amount	(A)	Price		3 and 4)				
Table II Danisasi						Caar		A = ==	uivad Di			ar Dar	oficially	. 0		1	-		
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of	2.	3. Transaction	3A. Deeme	d	4.		5. Nun	nber	6. Date Exer	cisa	ble and	7. Title ar	ıd	8. Price	of 9. Numbe	er of	10.	11. Nature	
Derivative	Conversion	Date	Execution I	Date,	Transa				Expiration E		Amount of		Derivativ Security			Ownership	of Indirect		
Security or Exercise (Month/Day/Year) if any (Month. 3) Price of (Month. 2)			if any (Month/Day	//Year)	Code (Code (Instr. 8)		. Derivative Securities					Securities Underlying		Securitie Beneficia			Beneficial Ownership	
(,	Derivative Security				,		Acquired (A) or Disposed		Derivative Sect (Instr. 3 and 4)				Security	(Instr. 5)	Owned			(Instr. 4)	
													nd 4)						
							of (D)								Transact	tion(s)			
							(Instr. 3, 4 and 5)								(Instr. 4)	(Instr. 4)			
					П	1	-		Т		-		1						
												l	Amount or						
								ΙI	Date	_	xpiration	l	Number						
					Code	v	(A)	(D)	Exercisable		xpiration ate	Title	Shares						
Restricted Stock	(1)	11/01/2023			A		4,929		(2)	T	(2)	Common	4,929	\$0	4,92	9	D		
Units			I			I	1	ıl				Stock	1	1			I	1	

Explanation of Responses:

- 1. Each restricted stock unit represents a contingent right to receive one share of CVGW common stock.
- 2. The restricted stock units fully vest on November 1, 2024.

/s/ Michael A. DiGregorio

11/01/2023

** Signature of Reporting Person 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.