

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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): **December 27, 2002**

CALAVO GROWERS, INC.

(Exact Name of Registrant as Specified in Its Charter)

California
(State or Other
Jurisdiction of
Incorporation)

000-33385
(Commission
File Number)

33-0945304
(IRS Employer
Identification No.)

2530 Red Hill Avenue, Santa Ana, California 92705
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(949) 223-1111**

Not Applicable
(Former Name or Former Address, if Changed since Last Report)

TABLE OF CONTENTS

[Item 5. Other Events](#)
[SIGNATURE](#)

[Table of Contents](#)

Item 5. Other Events

On December 20, 2002, Mr. Edward P. Smith, tendered his resignation as a member of the Company's Board of Directors. Mr. Smith advised the Company that he resigned for health reasons.

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.

December 27, 2002

Calavo Growers, Inc.,

By: /s/ Lecil E. Cole

Lecil E. Cole
Chairman of the Board of Directors, Chief Executive Officer and President
(Principal Executive Officer)

/s/ Wolfgang P. Hombrecher

Wolfgang P. Hombrecher
Vice President Finance and Corporate Secretary
(Principal Financial Officer)