

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Gibson James E</u> (Last) (First) (Middle) 1141-A CUMMINGS ROAD (Street) SANTA PAULA CA 93060 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CALAVO GROWERS INC [CVGW]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>President of Subsidiary Corp.</u>
	3. Date of Earliest Transaction (Month/Day/Year) 01/08/2019	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 01/10/2019	
		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/08/2019		F		343	D	\$79.28	57,920 ⁽¹⁾	D	
Common Stock								4,986 ⁽²⁾	I	By The Gibson Family Trust

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- The amended number of shares shown here as being directly owned by the reporting person following the reported transaction now reflects the transfer of 4,148 shares of restricted stock that, upon vesting, had been transferred to The Gibson Family Trust (the "Family Trust"), but had previously been inadvertently reflected as being directly owned by the reporting person.
- Shares held indirectly by the reporting person in the name of the Family Trust, of which the reporting person is a trustee and in which the reporting person has a pecuniary interest. The number of shares shown here as being indirectly owned by the Family Trust now reflects 4,148 additional shares of restricted stock that, upon vesting, were transferred to the Family Trust, but had been inadvertently omitted from the Family Trust's amount of securities beneficially owned (such shares had instead still been reflected as being directly owned by the reporting person, as noted in Footnote 1).

/s/ James E. Gibson 03/26/2019

** 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.