## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden 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 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person $^{\star}$ $\underline{HUNT\ JOHN\ M}$ |   |                          |                                  |         |        |   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol CALAVO GROWERS INC [ CVGW ] |   |               |   |     |  |  |                                   |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner |   |   |   |  |  |
|--|---|--------------------------|----------------------------------|---------|--------|---|--|---|---------------|---|-----|--|--|-----------------------------------|---|---|---|---|---|--|--|
|  |   |                          |                                  |         |        |   |  |   |               |   |     |  |  |                                   |   | Directo   | or  |   | 10% Ov  | wner   |  |
| (Last) (First) (Middle) 1141A CUMMINGS RD.                                     |   |                          |                                  |         |        | 3. Date of Earliest Transaction (Month/Day/Year) 10/19/2012 |  |   |               |   |     |  |  |                                   |   | Officer<br>below)   | (give title   |   | Other (s<br>below)  | specify  |  |
| 114111 GOMMINGO KD.  |   |                          |                                  |         |        |   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                       |   |               |   |     |  |  |                                   |   |   | loint/Grour   | Eiling  | r (Check Ar   | nlicable   |  |
| (Street)   |   |                          |                                  |         |        | II Amendment, Date of Original Filed (World/Day/Teal)       |  |   |               |   |     |  |  |                                   | 6. Individual or Joint/Group Filing (Check Applica<br>Line) |   |   |   |   | plicable   |  |
| SANTA PAULA CA 93060   |   |                          |                                  |         |        |   |  |   |               |   |     |  |  | X                                 | Form f  | filed by One Reporting Person   |   |   |   |  |  |
|  |   |                          |                                  | -       |        |   |  |   |               |   |     |  |  |                                   | Form filed by More than One Repor                           |   |   |   |   |  |  |
| (City) (State) (Zip)   |   |                          |                                  |         |        |   |  |   |               |   |     |  |  |                                   |   |   |   |   |   |  |  |
|  |   | Tab                      | le I - No                        | n-Deriv | /ative | Se  | curiti   | ies Ac  | quir          | red, D                                    | isp | osed c   | f, or B  | enefic                            | ially   | Owned   | ŀ   |   |   |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Da                     |   |                          |                                  |         |        | ar)   Ē   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)                    |   | , Tr<br>Co    | 3.<br>Transaction<br>Code (Instr.<br>) 8) |     | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3, 4<br>5) |  |                                   | and Securiti<br>Benefici<br>Owned                           |   | es<br>ally<br>Following   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership  |  |
|  |   |                          |                                  |         |        |   |  |   | C             | ode                                       | ,   | Amount   | (A) (D)  | Pri                               | ce  | Reported<br>Transaction(s)<br>(Instr. 3 and 4)  |   |   |   | (Instr. 4)   |  |
| Common Stock 10/19/2   |   |                          |                                  |         |        |   | 12   |   |               | М   |     | 5,000  | ) A  | \$2                               | 1.82  | 46  | ,000  |   | D   |  |  |
|  |   | 7                        | able II -                        |         |        |   |  |   |               |   |     | sed of,<br>onverti   |  |                                   |   | wned  |   |   |   |  |  |
| 1. Title of 2. 3. Transaction 3A. Deemed 4.                                    |   |                          |                                  |         |        |   | _  |   |               | 6. Date Exercisable and                   |     |  | 7. Title and   |                                   |   | Price of  | 9. Number of  |   | 10.   | 11. Nature   |  |
| Derivative<br>Security<br>(Instr. 3)   | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | Date<br>(Month/Day/Year) | Execution<br>if any<br>(Month/Da | Date,   | Transa | Transaction<br>Code (Instr.                                 |  | vative<br>urities<br>uired<br>or<br>oosed<br>O)<br>tr. 3, 4 | Expir         | Expiration Date<br>(Month/Day/Year)       |     |  | Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                   | D<br>S<br>(I  | erivative<br>ecurity<br>nstr. 5)  | derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | ly  | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |   |                          |                                  |         | Code   | v   | (A)  | (D)   | Date<br>Exerc | cisable                                   |     | opiration  | Title  | Amor<br>or<br>Numl<br>of<br>Share | oer   |   |   |   |   |  |  |
| Stock<br>Option<br>(right to   | \$21.82   | 10/19/2012               |                                  |         | М      |   |  | 5,000   |               | 4/2012                                    |     | 3/24/2013  | Common   |                                   |   | \$0   | 0   |   | D   |  |  |

**Explanation of Responses:** 

/s/ John M. Hunt

12/06/2012

\*\* 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.