

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>VAN DER KAR SCOTT</u>			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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>10/12/2012</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>1141A CUMMINGS RD.</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	(City)	(State)	(Zip)	<u>SANTA PAULA CA 93060</u>				

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	05/10/2007		G		160	A	\$0	6,313	I	Family Trust ⁽¹⁾
Common Stock	07/11/2012		G	V	23,004	D	\$0	114,391 ⁽²⁾	I	Family Trust ⁽³⁾
Common Stock	07/31/2012		G	V	7,668	D	\$0	106,723	I	Family Trust ⁽³⁾
Common Stock	10/12/2012		M		5,000	A	\$21.82	11,313	I	Family Trust ⁽¹⁾
Common Stock								7,668	I	Trust ⁽⁴⁾
Common Stock								1,000	D	

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					
Stock Option	\$21.82	10/12/2012		M		5,000		03/24/2012	03/24/2013	Common Stock	\$0	0	D	

Explanation of Responses:

- Reporting Person's shares are held indirectly as trustee of the Van Der Kar Family Trust.
- Excludes 7,668 shares previously owned indirectly by the Reporting Person as trustee of the Van Der Kar Family Survivor's Trust, which shares were transferred to the Scott N. Van Der Kar Non-Exempt Trust of which the Reporting Person is trustee.
- Reporting Person's shares are held indirectly as trustee of the Van Der Kar Family Survivor's Trust.
- Reporting Person's shares are held indirectly as trustee of the Scott N. Van Der Kar Non-Exempt Trust.

/s/ Scott Van Der Kar 10/24/2012
 ** 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.