Edgar Filing: CALAVO GROWERS INC - Form 4

| CALAVO GF Form 4 January 30, 20 | ROWERS INC | | | | | | | | | |
|--|---|---------------------|---------------|---|-----------|-------------------------------------|---|-----------------|----------------|--|
| FORM | Δ | | | | | | | | PPROVAL | |
| | UNITED S | | RITIES A | | | NGE | COMMISSION | OMB Number: | 3235-0287 | |
| Check this if no longe | | | | | | Expires: | January 31, 2005 | | | |
| subject to STATEMENT OF CHANG | | | | GES IN BENEFICIAL OWNI | | | | Estimated a | | |
| Section 16. | | | | SECURITIES | | | | | irs per 0.5 | |
| Form 5 | Filed purs | uant to Section | 16(a) of the | e Securiti | es Ez | xchang | ge Act of 1934, | response | 0.5 | |
| obligations may contir | | | • | • | | | f 1935 or Sectio | n | | |
| See Instruct 1(b). | | 30(h) of the | Investment | Company | y Act | : of 19 | 40 | | | |
| (Print or Type Re | esponses) | | | | | | | | | |
| HELIN JAMES D Symbol CALAV | | | VO GROV | | | g | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| | | [CVG | WJ | | | | × × | | , | |
| (Last)(First)(Middle)3. Date of F(Month/Day(Month/Day1141A CUMMINGS RD01/26/20 | | | | Earliest Transaction | | | Officer (give title Other (specif | | | |
| | | | - | | | | below) | below) | | |
| (Street) 4. If Amen | | | nendment, Dat | ndment, Date Original | | | 6. Individual or Joint/Group Filing(Check | | | |
| Filed(Month/D SANTA PAULA, CA 93036 | | | | | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| | | | | | | | Person | | | |
| (City) | (State) (Z | Zip) Ta | ble I - Non-D | erivative S | Securi | ties Ac | quired, Disposed o | f, or Beneficia | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Execution Date, any | Code | TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) | | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | | |
| C | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | | |
| Common Stock | 01/26/2012 | | А | 1,000 | А | \$0 | 1,000 | D | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

 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. Transactio Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, | ; | ate | Amou Under Secur | le and unt of rlying ities . 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|--|--|---------------------|--------------------|------------------------|---|---|--|
| | | | | Code V | 4, and 5) (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

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Reporting Owners

| Reporting Owner Name / Addr | Relationships | | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|--|
| hopping o mini i ano / i au | Director | 10% Owner | Officer | Other | | | | |
| HELIN JAMES D 1141A CUMMINGS RD SANTA PAULA, CA 9303 | X 6 | | | | | | | |
| Signatures | | | | | | | | |
| /s/ James D. Helin | 01/26/2012 | | | | | | | |
| <u>**</u> Signature of Reporting Person | Date | | | | | | | |

Explanation of Responses:

* 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.