

Sunkist Growers, Inc.

Sunkist Growers, Inc. is a nonstock membership cooperative marketing association comprised of California and Arizona citrus growers. It was formed to market its member-owners' produce, to develop and maintain reliable markets for the best possible return, and to supply consumers consistently with top-quality fresh citrus fruit and processed citrus products.

Sunkist is principally engaged in the sale of fresh oranges, lemons, grapefruit and tangerines, and the manufacture and sale of citrus juice and peel products. The Sunkist® brand is one of the most renowned brands in the world.

Membership is limited to growers and cooperative associations of growers. Only members may serve on the Board of Directors, the cooperative's governing body that controls policies and finances. The Directors elect the President, who manages the organization and provides leadership recommendations.

Formed in 1893 as the Southern California Fruit Exchange, the organization incorporated in 1905 as the California Fruit Growers Exchange. Its present name was adopted in 1952 to identify it more closely with its world famous trademark, Sunkist®

International Headquarters

Sunkist Growers, Inc.

14130 Riverside Drive
Sherman Oaks, California 91423-2313

Mailing Address:

P. O. Box 7888
Van Nuys, California 91409-7888

Subsidiaries

SunMac Hawaii Ltd., Hawaii
Sunkist Global, LLC, Sherman Oaks, California
Sunkist Pacific, Ltd., Japan
Sunkist (Far East) Promotion Limited, Hong Kong

**Fresh Fruit Sales
Eastern Sales Operations Center**
Pittsburgh, Pennsylvania

Western Sales Operations Center
Sherman Oaks, California

**National Accounts
Sales Operations Center**
Visalia, California

**Business Development
Sale Operations Center**
Orlando, Florida

Global Licensing
Sherman Oaks, California

Products Processing Plant
Tipton, California

**Research & Technical
Services Center**
Fontana, California

Directors and Officers

Board of Directors*

Craig Armstrong
Southern California Citrus Exchange

Lee C. Bailey
Mid-California Citrus Exchange

Nicholas L. Bozick
*Riverside-Arlington Heights
Fruit Exchange*

Emmy Cattani
*Riverside-Arlington Heights
Fruit Exchange*

William E. Chaney
Allied Citrus Exchange, Inc.

Steve H. Cutting
Visalia Fruit Exchange

Donald E. Dames
Ventura County Citrus Exchange

Robert C. Davis III
Villa Park Citrus Exchange

Gerald M. Denni
California Citrus Growers Exchange

Harold S. Edwards
Ventura County Fruit Exchange

James P. Finch
Saticoy Fruit Exchange

Mark D. Gillette
Central California Citrus Exchange

John M. Grether
Saticoy Fruit Exchange

Russell Katayama
California Citrus Growers Exchange

Gary T. Laux
Tulare County Fruit Exchange

Manuel B. Martinez
*Riverside-Arlington Heights
Fruit Exchange*

Samuel G. Mayhew
Kaweah-Oxnard Fruit Exchange

Tom L. Mazzetti
Blue Banner Fruit Exchange

Eric M. Meling
California Citrus Growers Exchange

Martin Mittman
California Citrus Growers Exchange

Dick R. Neece
Ventura County Citrus Exchange

Cecilia A. "CeeCee" Perry
Mission Citrus Exchange

Richard W. Pidduck
Saticoy Fruit Exchange

Kevin R. Riddle
California Citrus Growers Exchange

Charles H. Sheldon
Villa Park Citrus Exchange

Randy Veeh
Visalia Fruit Exchange

Bruce D. Wileman
California Citrus Growers Exchange

*As of October 31, 2009

Director Officers*

Nicholas L. Bozick
Chairman

Craig Armstrong
Vice Chairman

Gerald M. Denni
Vice Chairman

James P. Finch
Vice Chairman

**As of October 31, 2009*

Corporate Officers*

Russell L. Hanlin
*President and
Chief Executive Officer*

Charles L. Woltmann
*Senior Vice President,
Law and General Counsel*

Michael J. Wootton
*Senior Vice President,
Corporate Relations and
Administration*

Kevin P. Fiori
*Vice President,
Sales and Marketing*

Richard G. French
*Vice President and
Chief Financial Officer*

Ted R. Leaman III
*Vice President,
Citrus Juice and Oil Business*

John R. McGovern
*Vice President,
Human Resources*

**As of October 31, 2009*

Emeritus

Ralph E. Bodine
Chairman Emeritus

Thomas N. Dungan
Chairman Emeritus

Al Williams
Chairman Emeritus

Russell L. Hanlin, Sr.
President Emeritus

Timothy J. Lindgren
President Emeritus

The Cooperative Organization

Each of the grower members of Sunkist Growers, Inc. is also a member of a Sunkist-member local association or district exchange. Packing and shipping facilities are provided to growers either by local associations or by nonmember commercial packers licensed by Sunkist Growers, Inc. and the applicable district exchange to perform that service.

On October 31, 2009, the district exchanges and local associations together, with the licensed packers, were:

Allied Citrus Exchange, Inc.

Marlin Packing Company
(a) Marlin Growers, Inc.
Mesa Citrus Growers

Blue Banner Fruit Exchange

Blue Banner Company, Inc.

California Citrus Growers Exchange

Bravante Produce
Exeter-Ivanhoe Citrus Association
Golden Valley Citrus, Inc.
Klink Citrus Association
Pfeiffer's California Custom Packing, Inc.
Porterville Citrus, Inc.
San Antonio Orchard Company, LLC

Central California Citrus Exchange

Gillette Citrus, Inc.
McKinney Packing, Inc.
Sierra Citrus Association

Kaweah-Oxnard Fruit Exchange

Oxnard Lemon Company

Mid California Citrus Exchange

Harding & Leggett, Inc.
Orange Cove Sanger Citrus Association

Mission Exchange, Inc.

Mission Citrus
(b) Mission Citrus Growers
Cooperative, Inc.
Yuma Mesa Fruit Growers Association

Riverside Arlington Heights Fruit Exchange

California Citrus Cooperative
Redlands Foothill Groves
Richard Bagdasarian, Inc.

Saticoy Fruit Exchange

Saticoy Lemon Association

Southern California Citrus Exchange

Kern Ridge Growers, LLC
RBI Packing, LLC

Tulare County Fruit Exchange

Cal Citrus Packing Co., Inc.
Magnolia Citrus Association

Ventura County Citrus Exchange

Baird-Neece Packing Corporation
The Ventura Pacific Company, Inc.

Ventura County Fruit Exchange

Limoneira Company

Villa Park Citrus Exchange

The Villa Park Orchards Association, Inc.

Visalia Fruit Exchange

Visalia Citrus Packing Group

(a) *Marlin Growers, Inc. is a local association, which has the fruit of its members packed by Marlin Packing Company.*

(b) *Mission Citrus Growers Cooperative, Inc. is a local association which has the fruit of its members packed by Mission Citrus.*