

*Di Giorgio* FRUIT  
CORPORATION

POST OFFICE BOX 3574 - SAN FRANCISCO 19 - CALIFORNIA

October 14, 1964

*Dear Stockholder:*

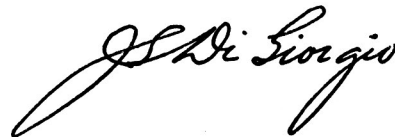
As you have been previously advised, the sale of approximately 4,400 acres of our Sierra Vista Ranch at Delano, California has been directed by the Secretary of the Interior under the terms of a recordable contract which the Corporation was compelled to enter into with the Bureau of Reclamation in order to obtain federal water needed for irrigation.

The Bureau has advised us that the sales price of the property is approximately \$7,000,000. The Bureau further advised that it plans to sell the property to qualified applicants on December 2, 1964. Persons wishing to purchase the property may apply to the Bureau at its Fresno office. Until such applications have been approved and the sale conducted, your corporation does not know how much of the ranch will be sold or when.

The ranch, which is carried on the books at approximately \$1,000,000 value, is only a small portion of Di Giorgio total assets. Sales of agricultural products grown on this property amount to less than 2% of the total Di Giorgio sales. Operating results are equally immaterial in relation to total corporate earnings. Consequently, loss of this property will not materially affect the corporation's future.

In line with the corporation's long-term plan for diversification of its operations, proceeds from the sale of Sierra Vista will be used in part for expansion into non-agricultural fields including processed and specialized food products with promising profit potentials. This is the same course we have taken previously in acquiring S and W Fine Foods, Inc., TreeSweet Products Co. and Sunnyland Juice Corporation, all established labels accepted by the consuming public. At the same time, in anticipation of this sale, we have also made some additional investments in high potential farming property in California and Florida.

Yours very truly,



J. S. DI GIORGIO  
*Chairman of the Board*