E - drop Sweden AB
Landskronavägen 5B
252 32 Helsingborg

ank=20250709-20250710041588

Årsredovisning

för

E - drop Sweden AB

559235-0978

Räkenskapsåret

2024

Fastställelseintyg

Undertecknad styrelseledamot i E - drop Sweden AB intygar att resultaträkningen och balansräkningen i årsredovisningen har fastställts på årsstämma . Årsstämman beslutade att godkänna styrelsens förslag till resultatdisposition den 30 juni 2025.

Jag intygar också att innehållet i årsredovisningen och revisionsberättelsen stämmer överens med originalen.

Helsingborg den 30 juni 2025

Susanne Hjorthagen

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E - drop Sweden AB
Landskronavägen 5B
252 32 Helsingborg

ank=20250710041589

Årsredovisning

för

E - drop Sweden AB

559235-0978

Räkenskapsåret

2024

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ank=20250709-20250709-07104159

Styrelsen för E - drop Sweden AB upprättar följande årsredovisning för räkenskapsåret 2024.

Årsredovisningen är upprättad i svenska kronor, SEK. Om inte annat särskilt anges, redovisas alla belopp i hela kronor (kr). Uppgifter inom parentes avser föregående år.

Förvaltningsberättelse

Information om verksamheten

Verksamheten består huvudsakligen av utveckling och försäljning av molnbaserade tjänster för mottagarfria leveranser i kombination med saluförande av tempererade leveransskåp.

Företaget har sitt säte i Helsingborg.

Väsentliga händelser under räkenskapsåret

Inga väsentliga händelser under räkenskapsåret.

Väsentliga händelser efter räkenskapsårets slut

Inga väsentliga händelser efter räkenskapsårets slut.

Förväntad framtida utveckling samt väsentliga risker och osäkerhetsfaktorer

Bolaget bedömer att det finns ett tydligt behov på marknaden för mottagarfria leveranser, ett område som flera marknadsanalyser och utredningar pekar på som eftersatt. Bolagets strategi är att möta detta behov genom att erbjuda ett brett utbud av innovativa molntjänster i kombination med leveransskåp. Dessa lösningar syftar till att komplettera och förstärka det nuvarande erbjudandet på marknaden.

Under kommande räkenskapsår kommer bolaget att fortsätta satsningen på marknadsföring och försäljning, med särskilt fokus på kundsegmentet offentlig sektor. Den ökande digitaliseringen inom vård och omsorg i svenska kommuner bedöms driva efterfrågan på bolagets tjänster, vilket ger goda förutsättningar för tillväxt inom detta segment.

Bolaget bedömer att marknadsläget för bolagets produkt- och tjänsteutbud är gynnsamt. Dock föreligger risk för ökad konkurrens i takt med att marknaden utvecklas. Vidare kan makroekonomiska och geopolitiska förändringar påverka bolagets verksamhet, exempelvis genom effekter på leverantörskedjan eller förändrad efterfrågan hos vissa kundgrupper.

Särskilda risker kan kopplas till beroendet av offentlig sektor som kund, vilket medför exponering för politiska beslut, budgetförutsättningar och upphandlingscykler. Bolaget följer utvecklingen noggrant och arbetar aktivt med riskhantering och scenarioanalys för att säkerställa en långsiktigt hållbar affär.

Ägarförhållanden

Bolaget ägs av Nowaste Logistics AB (org.nr 556576-4338, med säte i Helsingborg) till 90%, samt av Familjen Kallin AB (org.nr 559261-4514, med säte i Strandbaden) till 10%. Nowaste Logistics AB ingår i sin tur i koncernen Dole PLC (org. nr 606201, med säte i Dublin, Irland), där verksamheten till merpart består av inköp och försäljning av frukt och grönt samt koncerngemensamma funktioner
Dole PLC´s årsredovisning återfinns på deras hemsida, www.doleplc.com.

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Flerårsöversikt (Tkr)	**2024**	**2023**	**2022**	**2021**
Nettoomsättning	1 588	2 187	0	0
Resultat efter finansiella poster	-838	-1 093	0	0
Soliditet (%)	95,0	94,7	100,0	100,0

Förändringar i eget kapital

	Aktie-kapital	**Balanserat resultat**	**Årets resultat**	**Totalt**
Belopp vid årets ingång	25 000	12 999 827	-1 093 477	**11 931 350**
Disposition enligt beslut av årsstämman:				
Balanseras i ny räkning		-1 093 477	1 093 477	**0**
Årets resultat			-837 591	**-837 591**
Belopp vid årets utgång	**25 000**	**11 906 350**	**-837 591**	**11 093 759**

Förslag till vinstdisposition

Styrelsen föreslår att till förfogande stående vinstmedel (kronor):

balanserad vinst	11 906 350
årets förlust	-837 591
	11 068 759
disponeras så att	
i ny räkning överföres	11 068 759
	11 068 759

Företagets resultat och ställning i övrigt framgår av efterföljande resultat- och balansräkning med noter.

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Resultaträkning

	Not	2024-01-01 -2024-12-31	2023-01-01 -2023-12-31
Rörelsens intäkter			
Nettoomsättning		1 587 695	2 186 697
		1 587 695	**2 186 697**
Rörelsens kostnader			
Handelsvaror		-76 580	-776 054
Övriga externa kostnader	2	-505 468	-867 298
Avskrivningar och nedskrivningar av materiella och immateriella anläggningstillgångar		-1 833 786	-1 619 541
Övriga rörelsekostnader		-10 186	-19 417
		-2 426 020	**-3 282 310**
Rörelseresultat		**-838 325**	**-1 095 613**
Resultat från finansiella poster			
Övriga ränteintäkter och liknande resultatposter		1 099	2 636
Räntekostnader och liknande resultatposter		-365	-500
		734	**2 136**
Resultat efter finansiella poster		**-837 591**	**-1 093 477**
Resultat före skatt		**-837 591**	**-1 093 477**
Årets resultat		**-837 591**	**-1 093 477**

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Balansräkning

	Not	2024-12-31	2023-12-31
TILLGÅNGAR			
Anläggningstillgångar			
Immateriella anläggningstillgångar			
Balanserade utgifter för utvecklingsarbeten och liknande arbeten	3	4 479 963	5 973 279
		4 479 963	**5 973 279**
Materiella anläggningstillgångar			
Maskiner och andra tekniska anläggningar	4	1 421 502	1 053 599
Pågående nyanläggningar och förskott avseende materiella anläggningstillgångar	5	2 222 668	884 372
		3 644 170	**1 937 971**
Summa anläggningstillgångar		**8 124 133**	**7 911 250**
Omsättningstillgångar			
Kortfristiga fordringar			
Kundfordringar		241 911	261 796
Övriga fordringar		125 072	26 566
Förutbetalda kostnader och upplupna intäkter	6	15 641	1 330
		382 624	**289 692**
Kassa och bank		3 169 092	4 396 089
Summa omsättningstillgångar		**3 551 716**	**4 685 781**
SUMMA TILLGÅNGAR		**11 675 849**	**12 597 031**

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Balansräkning

	Not	2024-12-31	2023-12-31
EGET KAPITAL OCH SKULDER			
Eget kapital	7		
Bundet eget kapital			
Aktiekapital		25 000	25 000
		25 000	**25 000**
Fritt eget kapital			
Balanserad vinst eller förlust		11 906 350	12 999 827
Årets resultat		-837 591	-1 093 477
		11 068 759	**11 906 350**
Summa eget kapital		**11 093 759**	**11 931 350**
Kortfristiga skulder			
Leverantörsskulder		37 500	441 149
Skulder till koncernföretag		11 805	22 698
Övriga skulder		134 142	0
Upplupna kostnader och förutbetalda intäkter	8	398 643	201 834
Summa kortfristiga skulder		**582 090**	**665 681**
SUMMA EGET KAPITAL OCH SKULDER		**11 675 849**	**12 597 031**

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Noter

Not 1 Redovisnings- och värderingsprinciper

Allmänna upplysningar
Årsredovisningen är upprättad i enlighet med årsredovisningslagen och BFNAR 2012:1 Årsredovisning och koncernredovisning (K3).

Redovisningsprinciperna är oförändrade jämfört med föregående år.

Intäktsredovisning
Intäkter har tagits upp till verkligt värde av vad som erhållits eller kommer att erhållas och redovisas i den omfattning det är sannolikt att de ekonomiska fördelarna kommer att tillgodogöras bolaget och intäkterna kan beräknas på ett tillförlitligt sätt.

Anläggningstillgångar
Immateriella och materiella anläggningstillgångar redovisas till anskaffningsvärde minskat med ackumulerade avskrivningar enligt plan och eventuella nedskrivningar.

Avskrivning sker linjärt över den förväntade nyttjandeperioden med hänsyn till väsentligt restvärde. Följande avskrivningsprocent tillämpas:

Immateriella anläggningstillgångar	
Immateriella tillgångar	20%
Materiella anläggningstillgångar	
Inventarier, verktyg och installationer	20%

Nyckeltalsdefinitioner
Nettoomsättning
Rörelsens huvudintäkter, fakturerade kostnader, sidointäkter samt intäktskorrigeringar.

Resultat efter finansiella poster
Resultat efter finansiella intäkter och kostnader men före bokslutsdispositioner och skatter.

Soliditet (%)
Justerat eget kapital (eget kapital och obeskattade reserver med avdrag för uppskjuten skatt) i procent av balansomslutning.

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Not 2 Arvode till revisorer

Med revisionsuppdrag avses granskning av årsredovisningen och bokföringen samt styrelsens förvaltning, övriga arbetsuppgifter som det ankommer på bolagets revisor att utföra samt rådgivning eller annat biträde som föranleds av iakttagelser vid sådan granskning eller genomförandet av sådana övriga arbetsuppgifter.

	2024	**2023**
KPMG		
Revisionsuppdrag	143 696	102 400
	143 696	**102 400**

Not 3 Balanserade utgifter för utvecklingsarbeten och liknande arbeten

	2024-12-31	**2023-12-31**
Ingående anskaffningsvärden	7 466 598	0
Inköp		7 466 598
Utgående ackumulerade anskaffningsvärden	**7 466 598**	**7 466 598**
Ingående avskrivningar	-1 493 319	0
Årets avskrivningar	-1 493 316	-1 493 319
Utgående ackumulerade avskrivningar	**-2 986 635**	**-1 493 319**
Utgående redovisat värde	**4 479 963**	**5 973 279**

Not 4 Maskiner och andra tekniska anläggningar

	2024-12-31	**2023-12-31**
Ingående anskaffningsvärden	1 179 821	0
Inköp	708 373	1 179 821
Utgående ackumulerade anskaffningsvärden	**1 888 194**	**1 179 821**
Ingående avskrivningar	-126 222	0
Årets avskrivningar	-340 470	-126 222
Utgående ackumulerade avskrivningar	**-466 692**	**-126 222**
Utgående redovisat värde	**1 421 502**	**1 053 599**

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Not 5 Pågående nyanläggningar och förskott avseende materiella anläggningstillgångar

	2024-12-31	2023-12-31
Ingående anskaffningsvärden	884 372	0
Inköp	1 338 296	884 372
Utgående ackumulerade anskaffningsvärden	**2 222 668**	**884 372**
Utgående redovisat värde	**2 222 668**	**884 372**

Not 6 Förutbetalda kostnader och upplupna intäkter

	2024-12-31	2023-12-31
Övriga förutbetalda kostnader	15 641	1 330
	15 641	**1 330**

Not 7 Antal aktier och kvotvärde

Namn	Antal aktier	Kvot-värde
Antal A-Aktier	25 000	1
	25 000	

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Not 8 Upplupna kostnader och förutbetalda intäkter

	2024-12-31	2023-12-31
Förutbetalda intäkter	343 644	201 834
Upplupna kostnader	55 000	
	398 644	**201 834**

Helsingborg

Jacob Thorngaard
Ordförande

Johan Kallin
Styrelseledamot

Susanne Hjorthagen
Verkställande Direktör

Vår revisionsberättelse har lämnats

KPMG AB

Cecilia Olsson
Auktoriserad revisor

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ank=20250709-202507071041599



Document history

Document summary

COMPLETED BY ALL:
30.06.2025 15:52

SENT BY OWNER:
Susanne Hjorthagen • 30.06.2025 15:50

DOCUMENT ID:
rJi7lzxrex

ENVELOPE ID:
rkqQUMlrlg-rJi7lzxrex

DOCUMENT NAME:
Fastställelseintyg 2024 E-Drop Sweden AB.pdf
1 page

SHA-512:
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Activity log

RECIPIENT	ACTION*	TIMESTAMP (CET)	METHOD	DETAILS
1. Susanne Maria Helena Hjorthagen	Signed	30.06.2025 15:52	eID	Swedish BankID (DOB: 1980/11/17)
susanne.h@nowaste.se	Authenticated	30.06.2025 15:51	Low	IP: 35.158.152.146

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Document history

Document summary

COMPLETED BY ALL:
30.06.2025 10:57

SENT BY OWNER:
Pia Nordgren · 26.06.2025 16:08

DOCUMENT ID:
HyHtE0qNgg

ENVELOPE ID:
rkgQt405Nlx-HyHtE0qNgg

DOCUMENT NAME:
E-Drop Sweden AB årsredovisning 2024.pdf
10 pages

SHA-512:
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b85265ebdf0db4d8a44a8a52fb79dcd99dfdd800b27bf4
5df0e0913c7cdc05ac23e34e251d7ec130

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Activity log

RECIPIENT	ACTION*	TIMESTAMP (CET)	METHOD	DETAILS
1. Susanne Maria Helena Hjorthagen	**Signed**	**26.06.2025 16:21**	**eID**	**Swedish BankID (DOB: 1980/11/17)**
susanne.h@nowaste.se	Authenticated	26.06.2025 16:20	High	Swedish BankID (SSN: 198011173989)
2. JOHAN KALLIN	**Signed**	**26.06.2025 16:43**	**eID**	**Swedish BankID (DOB: 1979/02/06)**
Johan.Kallin@nowaste.se	Authenticated	26.06.2025 16:42	High	Swedish BankID (SSN: 197902065635)
3. Jacob Thorngaard	**Signed**	**26.06.2025 16:58**	**eID**	**MitID DK E-Ident (DOB: 14/01/66)**
Jacob.Thorngaard@dolenordic.com	Authenticated	26.06.2025 16:55	High	MitID Denmark (SSN: 1401660883)
4. MONICA CECILIA OLSSON	**Signed**	**30.06.2025 10:57**	**eID**	**Swedish BankID (DOB: 1970/05/31)**
cecilia.olsson@kpmg.se	Authenticated	27.06.2025 09:17	High	Swedish BankID (SSN: 197005313585)

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ank=20250710-20250710041505

Revisionsberättelse

Till bolagsstämman i E - drop Sweden AB, org. nr 559235-0978

Rapport om årsredovisningen

Uttalanden

Vi har utfört en revision av årsredovisningen för E - drop Sweden AB för år 2024.

Enligt vår uppfattning har årsredovisningen upprättats i enlighet med årsredovisningslagen och ger en i alla väsentliga avseenden rättvisande bild av E - drop Sweden ABs finansiella ställning per den 31 december 2024 och av dess finansiella resultat för året enligt årsredovisningslagen. Förvaltningsberättelsen är förenlig med årsredovisningens övriga delar.

Vi tillstyrker därför att bolagsstämman fastställer resultaträkningen och balansräkningen.

Grund för uttalanden

Vi har utfört revisionen enligt International Standards on Auditing (ISA) och god revisionssed i Sverige. Vårt ansvar enligt dessa standarder beskrivs närmare i avsnittet Revisorns ansvar. Vi är oberoende i förhållande till E - drop Sweden AB enligt god revisorssed i Sverige och har i övrigt fullgjort vårt yrkesetiska ansvar enligt dessa krav.

Vi anser att de revisionsbevis vi har inhämtat är tillräckliga och ändamålsenliga som grund för våra uttalanden.

Styrelsens och verkställande direktörens ansvar

Det är styrelsen och verkställande direktören som har ansvaret för att årsredovisningen upprättas och att den ger en rättvisande bild enligt årsredovisningslagen. Styrelsen och verkställande direktören *ansvarar även för den interna kontroll som de bedömer är nödvändig* för att upprätta en årsredovisning som inte innehåller några väsentliga felaktigheter, vare sig dessa beror på oegentligheter eller misstag.

Vid upprättandet av årsredovisningen ansvarar styrelsen och verkställande direktören för bedömningen av bolagets förmåga att fortsätta verksamheten. De upplyser, när så är tillämpligt, om förhållanden som kan påverka förmågan att fortsätta verksamheten och att använda antagandet om fortsatt drift. Antagandet om fortsatt drift tillämpas dock inte om styrelsen och verkställande direktören avser att likvidera bolaget, upphöra med verksamheten eller inte har något realistiskt alternativ till att göra något av detta.

Revisorns ansvar

Våra mål är att uppnå en rimlig grad av säkerhet om huruvida årsredovisningen som helhet inte innehåller några väsentliga felaktigheter, vare sig dessa beror på oegentligheter eller misstag, och att lämna en revisionsberättelse som innehåller våra uttalanden. Rimlig säkerhet är en hög grad av säkerhet, men är ingen garanti för att en revision som utförs enligt ISA och god revisionssed i Sverige alltid kommer att upptäcka en väsentlig felaktighet om en sådan finns. Felaktigheter kan uppstå på grund av oegentligheter eller misstag och anses vara väsentliga om de enskilt eller tillsammans rimligen kan förväntas påverka de ekonomiska beslut som användare fattar med grund i årsredovisningen.

Som del av en revision enligt ISA använder vi professionellt omdöme och har en professionellt skeptisk inställning under hela revisionen. Dessutom:

- identifierar och bedömer vi riskerna för väsentliga felaktigheter i årsredovisningen, vare sig dessa beror på oegentligheter eller misstag, utformar och utför granskningsåtgärder bland annat utifrån dessa risker och inhämtar revisionsbevis som är tillräckliga och ändamålsenliga för att utgöra en grund för våra uttalanden. Risken för att inte upptäcka en väsentlig felaktighet till följd av oegentligheter är högre än för en väsentlig felaktighet som beror på misstag, eftersom oegentligheter kan innefatta *agerande i maskopi, förfalskning, avsiktliga utelämnanden*, felaktig information eller åsidosättande av intern kontroll.
- skaffar vi oss en förståelse av den del av bolagets interna kontroll som har betydelse för vår revision för att utforma granskningsåtgärder som är lämpliga med hänsyn till omständigheterna, men inte för att uttala oss om effektiviteten i den interna kontrollen.
- utvärderar vi lämpligheten i de redovisningsprinciper som används och rimligheten i styrelsens och verkställande direktörens uppskattningar i redovisningen och tillhörande upplysningar.
- drar vi en slutsats om lämpligheten i att styrelsen och verkställande direktören använder antagandet om fortsatt drift vid upprättandet av årsredovisningen. Vi drar också en slutsats, med grund i de inhämtade revisionsbevisen, om huruvida det finns någon väsentlig osäkerhetsfaktor som avser sådana händelser eller förhållanden som kan leda till betydande tvivel om bolagets förmåga att fortsätta verksamheten. Om vi drar slutsatsen att det finns en väsentlig osäkerhetsfaktor, måste vi i revisionsberättelsen fästa uppmärksamheten på upplysningarna i årsredovisningen om den väsentliga osäkerhetsfaktorn eller, om sådana upplysningar är otillräckliga, modifiera uttalandet om årsredovisningen. Våra slutsatser baseras på de revisionsbevis som inhämtas fram till datumet för revisionsberättelsen. Dock kan framtida händelser eller förhållanden göra att ett bolag inte längre kan fortsätta verksamheten.
- utvärderar vi den övergripande presentationen, strukturen och innehållet i årsredovisningen, däribland upplysningarna, och om årsredovisningen återger de underliggande transaktionerna och händelserna på ett sätt som ger en rättvisande bild.

Vi måste informera styrelsen om bland annat revisionens planerade omfattning och inriktning samt tidpunkten för den. Vi måste också informera om betydelsefulla iakttagelser under revisionen, däribland de eventuella betydande brister i den interna kontrollen som vi identifierat.

Penneo dokumentnyckel: DOYVB-K4S7P-MXF53-PWDDQ-BUER6-5GZ23

Rapport om andra krav enligt lagar och andra författningar

Uttalanden

Utöver vår revision av årsredovisningen har vi även utfört en revision av styrelsens och verkställande direktörens förvaltning för E - drop Sweden AB för år 2024 samt av förslaget till dispositioner beträffande bolagets vinst eller förlust.

ank=20250709-20250710;1604

Vi tillstyrker att bolagsstämman disponerar vinsten enligt förslaget i förvaltningsberättelsen och beviljar styrelsens ledamöter och verkställande direktören ansvarsfrihet för räkenskapsåret.

Grund för uttalanden

Vi har utfört revisionen enligt god revisionssed i Sverige. Vårt ansvar enligt denna beskrivs närmare i avsnittet Revisorns ansvar. Vi är oberoende i förhållande till E - drop Sweden AB enligt god revisorssed i Sverige och har i övrigt fullgjort vårt yrkesetiska ansvar enligt dessa krav.

Vi anser att de revisionsbevis vi har inhämtat är tillräckliga och ändamålsenliga som grund för våra uttalanden.

Styrelsens och verkställande direktörens ansvar

Det är styrelsen som har ansvaret för förslaget till dispositioner beträffande bolagets vinst eller förlust. Vid förslag till utdelning innefattar detta bland annat en bedömning av om utdelningen är försvarlig med hänsyn till de krav som bolagets verksamhetsart, omfattning och risker ställer på storleken av bolagets egna kapital, konsolideringsbehov, likviditet och ställning i övrigt.

Styrelsen ansvarar för bolagets organisation och förvaltningen av bolagets angelägenheter. Detta innefattar bland annat att fortlöpande bedöma bolagets ekonomiska situation och att tillse att bolagets organisation är utformad så att bokföringen, medelsförvaltningen och bolagets ekonomiska angelägenheter i övrigt kontrolleras på ett betryggande sätt.
Verkställande direktören ska sköta den löpande förvaltningen enligt styrelsens riktlinjer och anvisningar och bland annat vidta de åtgärder som är nödvändiga för att bolagets bokföring ska fullgöras i överensstämmelse med lag och för att medelsförvaltningen ska skötas på ett betryggande sätt.

Revisorns ansvar

Vårt mål beträffande revisionen av förvaltningen, och därmed vårt uttalande om ansvarsfrihet, är att inhämta revisionsbevis för att med en rimlig grad av säkerhet kunna bedöma om någon styrelseledamot eller verkställande direktören i något väsentligt avseende:

- företagit någon åtgärd eller gjort sig skyldig till någon försummelse som kan föranleda ersättningsskyldighet mot bolaget, eller
- på något annat sätt handlat i strid med aktiebolagslagen, årsredovisningslagen eller bolagsordningen.

Vårt mål beträffande revisionen av förslaget till dispositioner av bolagets vinst eller förlust, och därmed vårt uttalande om detta, är att med rimlig grad av säkerhet bedöma om förslaget är förenligt med aktiebolagslagen.

Rimlig säkerhet är en hög grad av säkerhet, men ingen garanti för att en revision som utförs enligt god revisionssed i Sverige alltid kommer att upptäcka åtgärder eller försummelser som kan föranleda ersättningsskyldighet mot bolaget, eller att ett förslag till dispositioner av bolagets vinst eller förlust inte är förenligt med aktiebolagslagen.

Som en del av en revision enligt god revisionssed i Sverige använder vi professionellt omdöme och har en professionellt skeptisk inställning under hela revisionen. Granskningen av förvaltningen och förslaget till dispositioner av bolagets vinst eller förlust grundar sig främst på revisionen av räkenskaperna. Vilka tillkommande granskningsåtgärder som utförs baseras på vår professionella bedömning med utgångspunkt i risk och väsentlighet. Det innebär att vi fokuserar granskningen på sådana åtgärder, områden och förhållanden som är väsentliga för verksamheten och där avsteg och överträdelser skulle ha särskild betydelse för bolagets situation. Vi går igenom och prövar fattade beslut, beslutsunderlag, vidtagna åtgärder och andra förhållanden som är relevanta för vårt uttalande om ansvarsfrihet. Som underlag för vårt uttalande om styrelsens förslag till dispositioner beträffande bolagets vinst eller förlust har vi granskat om förslaget är förenligt med aktiebolagslagen.

Malmö det datum som framgår av vår elektroniska signatur

KPMG AB

Cecilia Olsson
Auktoriserad revisor

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"Med min signatur bekräftar jag innehållet och alla datum i detta dokumentet."

MONICA CECILIA OLSSON
Auktoriserad revisor
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 20-F

(Mark One)

■ **REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR (g) OF THE SECURITIES EXCHANGE ACT OF 1934**

OR

☒ **ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 31, 2024

OR

■ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

OR

■ **SHELL COMPANY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of event requiring this shell company report .....
For the transition period from _____ to _____
Commission file number 001-40695

Dole plc
(Exact name of Registrant as specified in its charter)
N/A
(Translation of Registrant's name into English)
Ireland
(Jurisdiction of incorporation or organization)

98-1610692
(I.R.S. Employer Identification No.)

29 North Anne Street, Dublin 7,
D07 PH36, Ireland

200 S. Tryon St, Suite #600, Charlotte, NC
United States 28202
(Address of principal executive offices)

Jacinta Devine
Chief Financial Officer
353-1-887-2600
jacinta.devine@dole.com
29 North Anne Street, Dublin 7,
D07 PH36, Ireland
(Name, E-mail and Address of Company Contact Person)

Securities registered or to be registered pursuant to Section 12(b) of the Act.

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Ordinary Shares, $0.01 par value per share	DOLE	The New York Stock Exchange

Securities registered or to be registered pursuant to Section 12(g) of the Act. None

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act. None

Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the annual report: 95,040,517 Ordinary shares, par value $0.01 per share.

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act.

☒ Yes ■ No

If this report is an annual or transition report, indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934.

■ Yes ☒ No

Note – Checking the box above will not relieve any registrant required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 from their obligations under those Sections.

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

☒ Yes ■ No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).

☒ Yes ■ No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or an emerging growth company. See definition of "large accelerated filer," "accelerated filer," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	☒	Accelerated filer	■
Non-accelerated filer	■	Emerging growth company	■

If an emerging growth company that prepares its financial statements in accordance with U.S. GAAP, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards† provided pursuant to Section 13(a) of the Exchange Act. ■

† The term "new or revised financial accounting standard" refers to any update issued by the Financial Accounting Standards Board to its Accounting Standards Codification after April 5, 2012.

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report. ☒

If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements. ■

Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive based compensation received by any of the registrant's executive officers during the relevant recovery period pursuant to §240.10D-1(b). ■

Indicate by check mark which basis of accounting the registrant has used to prepare the financial statements included in this filing:

U.S. GAAP ☒	International Financial Reporting Standards as issued by the International Accounting Standards Board ■	Other ■

If "Other" has been checked in response to the previous question, indicate by check mark which financial statement item the registrant has elected to follow.

■ Item 17 ■ Item 18

If this is an annual report, indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

■ Yes ☒ No

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DOLE PLC
SIGNATURES

The registrant hereby certifies that it meets all of the requirements for filing on Form 20-F and that it has duly caused and authorized the undersigned to sign this Annual Report on its behalf.

Date: March 11, 2025

DOLE PLC
(Registrant)

By: /s/ Jacinta Devine
Name: Jacinta Devine
Title: Chief Financial Officer

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Dole plc

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Report of Independent Registered Public Accounting Firm

To the Shareholders and Board of Directors

Dole plc:

Opinion on the Consolidated Financial Statements

We have audited the accompanying consolidated balance sheets of Dole plc and subsidiaries (the Company) as of December 31, 2024 and 2023, the related consolidated statements of operations, comprehensive income (loss), stockholders' equity, and cash flows for each of the years in the three-year period ended December 31, 2024, and the related notes (collectively, the consolidated financial statements). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and the results of its operations and its cash flows for each of the years in the three-year period ended December 31, 2024, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission, and our report dated March 11, 2025 expressed an unqualified opinion on the effectiveness of the Company's internal control over financial reporting.

Basis for Opinion

These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matter

The critical audit matter communicated below is a matter arising from the current period audit of the consolidated financial statements that were communicated or required to be communicated to the audit committee and that: (1) relates to accounts or disclosures that are material to the consolidated financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of a critical audit matter does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.

Impairment assessment of the Dole brand intangible asset and goodwill for the Fresh Fruit reporting unit

As discussed in Notes 2 and 13 to the consolidated financial statements, the carrying amount of the Dole brand intangible asset and goodwill related to the Fresh Fruit reporting unit were $306,280 thousand and $273,275 thousand, respectively, as of December 31, 2024. The Company evaluates goodwill and other indefinite-lived intangible assets for impairment annually during the fourth quarter, or more frequently if an event occurs or circumstances change that would indicate that an impairment may exist. For the 2024 annual impairment assessment of the Dole brand intangible asset and each reporting unit with goodwill, the Company elected to perform the quantitative assessment with the assistance of a third-party specialist.

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We identified the evaluation of the impairment assessment of the Dole brand intangible asset and goodwill related to the Fresh Fruit reporting unit as a critical audit matter. Subjective auditor judgment and specialized skills and knowledge were required in assessing the key assumptions used in the impairment assessment to estimate the fair values of the Dole Brand and Fresh Fruit reporting unit, specifically the discount rates, and the Dole brand royalty rate. Minor changes to these assumptions would have a significant effect on the estimated fair value.

The following are the primary procedures we performed to address this critical audit matter:

– We evaluated the design and tested the operating effectiveness of certain internal controls over the Company's goodwill and intangible assets process, including controls related to the key assumptions.

– We involved valuation professionals with specialized skills and knowledge, who assisted in:

- evaluating the discount rates, by comparing them against ranges that were independently developed using publicly available market data for comparable entities, and
- evaluating the royalty rate through the excess earnings approach, by assessing qualitative factors specific to Fresh Fruit reporting unit and the Dole brand, and by comparing it to market benchmarks and royalty rates for comparable brands.

(signed) KPMG

We have served as the Company's auditor since 2006.

Dublin, Ireland

March 11, 2025

Report of Independent Registered Public Accounting Firm

To the Shareholders and Board of Directors

Dole plc:

Opinion on Internal Control Over Financial Reporting

We have audited Dole plc and subsidiaries' (the Company) internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission. In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheets of the Company as of December 31, 2024 and 2023, the related statements of operations, comprehensive income (loss), stockholders' equity, and cash flows for each of the years in the three year period ended December 31, 2024, and the related notes (collectively, the consolidated financial statements), and our report dated March 11, 2025 expressed an unqualified opinion on those consolidated financial statements.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management's Annual Report on internal control over financial reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

(signed) KPMG

Dublin, Ireland

March 11, 2025

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DOLE PLC
CONSOLIDATED BALANCE SHEETS

	December 31, 2024	December 31, 2023
ASSETS	(U.S. Dollars and shares in thousands)	
Cash and cash equivalents	$ 330,017	$ 275,580
Short-term investments	6,019	5,899
Trade receivables, net of allowances for credit losses of $19,493 and $18,360, respectively	473,511	538,177
Grower advance receivables, net of allowances of $29,304 and $19,839, respectively	104,956	109,958
Other receivables, net of allowances of $15,248 and $13,227, respectively	125,412	117,069
Inventories, net of allowances of $4,178 and $4,792, respectively	430,090	378,592
Prepaid expenses	66,136	61,724
Other current assets	15,111	17,401
Fresh Vegetables current assets held for sale	332,042	414,457
Other assets held-for-sale	1,419	1,832
Total current assets	1,884,713	1,920,689
Long-term investments	14,630	15,970
Investments in unconsolidated affiliates	129,322	131,704
Actively marketed property	45,778	13,781
Property, plant and equipment, net of accumulated depreciation of $498,895 and $444,775, respectively	1,082,056	1,102,234
Operating lease right-of-use assets	337,468	340,458
Goodwill	429,590	513,312
DOLE brand	306,280	306,280
Other intangible assets, net of accumulated amortization of $118,956 and $134,420, respectively	25,238	41,232
Other assets	108,804	109,048
Deferred tax assets, net	82,484	66,485
Total assets	$ 4,446,363	$ 4,561,193
LIABILITIES AND EQUITY		
Accounts payable	$ 648,586	$ 670,904
Income taxes payable	42,753	22,917
Accrued liabilities	437,017	357,427
Bank overdrafts	11,443	11,488
Current portion of long-term debt, net	80,097	222,940
Current maturities of operating leases	62,896	63,653
Payroll and other tax	28,056	27,791
Contingent consideration	3,399	1,788
Pension and postretirement benefits	18,491	16,570
Fresh Vegetables current liabilities held for sale	244,669	291,342
Dividends payable and other current liabilities	14,696	29,892
Total current liabilities	1,592,103	1,716,712
Long-term debt, net	866,075	845,013
Operating leases, less current maturities	280,836	287,991
Deferred tax liabilities, net	79,598	92,653
Income taxes payable, less current portion	6,210	16,664
Contingent consideration, less current portion	4,007	7,327
Pension and postretirement benefits, less current portion	129,870	121,689
Other long-term liabilities	52,746	52,295
Total liabilities	$ 3,011,445	$ 3,140,344
Contingencies (See Note 19)		
Redeemable noncontrolling interests	35,554	34,185
Stockholders' equity:		
Common stock — $0.01 par value; 300,000 shares authorized and 95,041 and 94,929 shares outstanding as of December 31, 2024 and December 31, 2023, respectively	950	949
Additional paid-in capital	801,099	796,800
Retained earnings	657,430	562,562
Accumulated other comprehensive loss	(166,180)	(110,791)
Total equity attributable to Dole plc	1,293,299	1,249,520
Equity attributable to noncontrolling interests	106,065	137,144
Total equity	1,399,364	1,386,664
Total liabilities, redeemable noncontrolling interests and equity	$ 4,446,363	$ 4,561,193

See Notes to Consolidated Financial Statements

DOLE PLC
CONSOLIDATED STATEMENTS OF OPERATIONS

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars and shares in thousands, except per share amounts)		
Revenue, net	$ 8,475,343	$ 8,245,268	$ 8,024,403
Cost of sales	(7,757,622)	(7,551,098)	(7,424,525)
Gross profit	717,721	694,170	599,878
Selling, marketing, general and administrative expenses	(474,058)	(473,903)	(436,192)
Gain on disposal of businesses	76,417	—	192
Gain on asset sales	2,648	54,108	11,784
Impairment of goodwill	(36,684)	—	—
Impairment and asset write-downs of property, plant and equipment	(5,480)	(2,217)	(397)
Operating income	280,564	272,158	175,265
Other income, net	20,595	4,799	10,600
Interest income	10,745	10,083	6,407
Interest expense	(72,264)	(81,113)	(56,371)
Income from continuing operations before income taxes and equity earnings	239,640	205,927	135,901
Income tax (expense) benefit	(75,649)	(43,591)	25,603
Equity method earnings	8,308	15,191	6,726
Income from continuing operations	172,299	177,527	168,230
Loss from discontinued operations, net of income taxes	(28,880)	(21,818)	(56,447)
Net income	143,419	155,709	111,783
Less: Net income attributable to noncontrolling interests	(17,906)	(31,646)	(25,287)
Net income attributable to Dole plc	$ 125,513	$ 124,063	$ 86,496
Income (loss) per share - basic:			
Continuing operations	$ 1.63	$ 1.54	$ 1.51
Discontinued operations	(0.31)	(0.23)	(0.60)
Net income per share attributable to Dole plc - basic	$ 1.32	$ 1.31	$ 0.91
Income (loss) per share - diluted:			
Continuing operations	$ 1.62	$ 1.53	$ 1.51
Discontinued operations	(0.30)	(0.23)	(0.60)
Net income per share attributable to Dole plc - diluted	$ 1.32	$ 1.30	$ 0.91
Weighted-average shares:			
Basic	94,967	94,917	94,886
Diluted	95,471	95,118	94,914

See Notes to Consolidated Financial Statements

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DOLE PLC
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Net income	$ 143,419	$ 155,709	$ 111,783
Other comprehensive income (loss), net of tax:			
Net unrealized (loss) gain on derivatives	(2,277)	(16,014)	31,786
Foreign currency translation adjustment	(48,822)	24,679	(38,068)
Change in pension and postretirement benefits	(11,599)	(11,304)	22,959
Total other comprehensive (loss) income	(62,698)	(2,639)	16,677
Comprehensive income	80,721	153,070	128,460
Less: Comprehensive income attributable to noncontrolling interests	(10,597)	(35,666)	(20,178)
Comprehensive income attributable to Dole plc	$ 70,124	$ 117,404	$ 108,282

See Notes to Consolidated Financial Statements

DOLE PLC
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
Operating Activities	(U.S. Dollars in thousands)		
Net income	$ 143,419	$ 155,709	$ 111,783
Loss from discontinued operations, net of income taxes	28,880	21,818	56,447
Income from continuing operations	172,299	177,527	168,230
Adjustments to reconcile income from continuing operations to net cash provided by (used in) operating activities - continuing operations:			
Depreciation and amortization	98,818	104,168	109,596
Impairment of goodwill	36,684	—	—
Impairment and asset write-downs of property, plant and equipment	5,480	2,217	397
Incremental charges on purchase accounting valuation of biological assets and inventory	—	—	41,145
Net gain on sale of assets	(2,648)	(54,108)	(11,784)
Net gain on sale of businesses	(76,417)	—	—
Net (gain) loss on financial instruments	(12,397)	2,004	7,167
Stock-based compensation expense	7,951	6,045	4,500
Equity method earnings	(8,308)	(15,191)	(6,726)
Amortization of debt discounts and debt issuance costs	7,746	6,390	6,213
Deferred tax benefit	(17,588)	(12,600)	(31,061)
Pension and other postretirement benefit plan expense	5,404	7,735	3,151
Dividends received from equity method investees	7,049	9,388	9,817
Other	(247)	47	(400)
Changes in operating assets and liabilities:			
Receivables, net of allowances	(20,603)	58,794	55,150
Inventories	(70,810)	20,688	(31,685)
Prepaids, other current assets and other assets	(281)	(27,521)	(11,073)
Accounts payable, accrued liabilities and other liabilities	130,589	13,022	10,975
Net cash provided by operating activities - continuing operations	262,721	298,605	323,612
Investing Activities			
Sales of assets	5,011	83,557	36,676
Capital expenditures	(82,435)	(78,041)	(85,564)
Proceeds from sale of business, net of transaction costs	117,935	—	—
Insurance proceeds	527	1,054	2,278
Purchases of investments	(262)	(1,153)	(458)
(Purchases) sales of unconsolidated affiliates	(1,769)	1,013	(3,029)
Acquisitions, net of cash acquired	(926)	(1,263)	(4,886)
Other	(2,301)	57	912
Net cash provided by (used in) investing activities - continuing operations	35,780	5,224	(54,071)
Financing Activities			
Proceeds from borrowings and overdrafts	1,517,106	1,407,970	1,293,280
Repayments on borrowings and overdrafts	(1,696,130)	(1,576,067)	(1,411,467)
Payment of debt issuance costs	—	(44)	(304)
Dividends paid to shareholders	(30,551)	(30,373)	(30,364)
Dividends paid to noncontrolling interests	(26,579)	(28,522)	(21,632)
Other noncontrolling interest activity, net	(124)	(1,300)	—
Payments of contingent consideration	(1,567)	(1,662)	(2,909)
Net cash used in financing activities - continuing operations	(237,845)	(229,998)	(173,396)
Effect of foreign currency exchange rate changes on cash	(15,241)	5,448	(20,712)
Net cash provided by (used in) operating activities - discontinued operations	22,592	(22,622)	(84,720)
Net cash used in investing activities - discontinued operations	(13,293)	(8,492)	(12,434)
Cash provided by (used in) discontinued operations, net	9,299	(31,114)	(97,154)
Increase (decrease) in cash and cash equivalents	54,714	48,165	(21,721)
Cash and cash equivalents at beginning of period, including discontinued operations	277,005	228,840	250,561
Cash and cash equivalents at end of period, including discontinued operations	$ 331,719	$ 277,005	$ 228,840
Supplemental cash flow information:			
Income tax payments, net of refunds	$ (77,967)	$ (63,969)	$ (50,469)
Interest payments on borrowings	$ (67,397)	$ (82,367)	$ (53,404)
Non-cash Investing and Financing Activities:			
Accrued property, plant and equipment	$ (2,983)	$ (1,465)	$ (488)

See Notes to Consolidated Financial Statements

DOLE PLC
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

	Equity Attributable to Dole plc							
	Common Stock	Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Loss	Total Equity Attributable to Dole plc	Equity Attributable to Noncontrolling Interests	Total Equity	Redeemable Noncontrolling Interests
	(U.S. Dollars in thousands)							
Balance as of December 31, 2021	$ 950	$ 792,223	$ 413,335	$ (125,919)	$ 1,080,589	$ 132,041	$ 1,212,630	$ 32,776
Net income	—	—	86,496	—	86,496	21,739	108,235	3,455
Dividends declared	—	—	(30,582)	—	(30,582)	(17,700)	(48,282)	(4,085)
Stock-based compensation	(1)	4,342	—	—	4,341	—	4,341	
Other noncontrolling interest activity, net	—	(900)	—	—	(900)	(5,862)	(6,762)	—
Other redeemable noncontrolling interest activity, net	—	(602)	—	—	(602)	—	(602)	602
Other comprehensive income (loss), net of tax	—	—	—	21,786	21,786	(4,672)	17,114	(437)
Balance as of December 31, 2022	$ 949	$ 795,063	$ 469,249	$ (104,133)	$ 1,161,128	$ 125,546	$ 1,286,674	$ 32,311
Net income	—	—	124,063	—	124,063	28,826	152,889	2,792
Dividends declared	—	—	(30,750)	—	(30,750)	(24,565)	(55,315)	(3,957)
Stock-based compensation	—	5,729	—	—	5,729	—	5,729	—
Other noncontrolling interest activity, net	—	(903)	—	—	(903)	3,268	2,365	—
Other redeemable noncontrolling interest activity, net	—	(3,089)	—	—	(3,089)	—	(3,089)	3,089
Other comprehensive (loss) income, net of tax	—	—	—	(6,658)	(6,658)	4,069	(2,589)	(50)
Balance as of December 31, 2023	$ 949	$ 796,800	$ 562,562	$ (110,791)	$ 1,249,520	$ 137,144	$ 1,386,664	$ 34,185
Net income	—	—	125,513	—	125,513	14,100	139,613	3,978
Dividends declared	—	—	(30,645)	—	(30,645)	(22,878)	(53,523)	(3,699)
Stock-based compensation	1	5,568	—	—	5,569	—	5,569	—
Other noncontrolling interest activity, net	—	(373)	—	—	(373)	(981)	(1,354)	—
Other redeemable noncontrolling interest activity, net	—	(896)	—	—	(896)	—	(896)	896
Disposal of the Progressive Produce business						(13,817)	(13,817)	
Other comprehensive (loss) income, net of tax	—	—	—	(55,389)	(55,389)	(7,503)	(62,892)	194
Balance as of December 31, 2024	$ 950	$ 801,099	$ 657,430	$ (166,180)	$ 1,293,299	$ 106,065	$ 1,399,364	$ 35,554

See Notes to Consolidated Financial Statements

DOLE PLC
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 — NATURE OF OPERATIONS

Dole plc is engaged in the worldwide sourcing, processing, distributing and marketing of high-quality fresh fruit and vegetables. Dole is a premier global leader in fresh produce, and the Company's most significant products hold leading positions in their respective categories and territories. Dole is one of the largest producers of fresh bananas and pineapples, one of the largest global exporters of grapes and has a strong presence in growing categories such as berries, avocados and organic produce.

Dole conducts operations throughout North America, Latin America, Europe, Asia, the Middle East and Africa (primarily in South Africa). As a result of its global operating and financing activities, Dole is exposed to certain risks, including fluctuations in commodity and fuel costs, interest rates and foreign currency exchange rates, as well as other environmental and business risks in sourcing and selling locations.

Dole offers over 300 products that are grown and sourced, both locally and globally, from over 100 countries worldwide. With operations in 30 countries, these products are distributed and marketed in over 85 countries across retail, wholesale and food service channels. The Company operates through a number of business-to-business and business-to-consumer brands, the most notable being the Dole brand ("DOLE brand").

Dole is incorporated in Ireland and was formed as a result of the combination of Total Produce and Legacy Dole. On February 16, 2021, Total Produce, Legacy Dole and the C&C Parties entered into a binding transaction agreement to combine Total Produce and Legacy Dole under a newly created entity, later named Dole plc, to be listed publicly in the U.S. Prior to the Merger, Total Produce had a 45.0% ownership interest in Legacy Dole. On July 29, 2021, the Merger between Total Produce and Legacy Dole occurred, and Total Produce shareholders and the C&C Parties received 82.5% and 17.5%, respectively, of the shares in Dole plc outstanding immediately prior to the IPO Transaction.

On July 30, 2021, Dole plc consummated its IPO on the NYSE under the ticker symbol "DOLE". In the IPO, Dole issued 25.0 million shares of common stock at $16.00 per share. In addition, on August 30, 2021, an additional 1.8 million shares of common stock were issued to the underwriters upon their exercise of the option to purchase them at the price of $16.00 per share. In the year ended December 31, 2021, total gross proceeds from the issuance of shares were $428.5 million, and after underwriting fees and other issuance costs of $29.6 million, net proceeds were $398.9 million. The proceeds from the IPO Transaction were used to fund the payment of certain outstanding debt balances.

Dole is in the process of pursuing transactions through which the Company will exit the fresh vegetables ("Fresh Vegetables") division (the "Vegetables exit process"). As a result of the decision to exit the business, the Fresh Vegetables division's results are reported separately as discontinued operations, net of income taxes, in the consolidated statements of operations for all periods presented and its assets and liabilities are separately presented in the consolidated balance sheets as assets and liabilities held for sale. Additionally, its cash flows have been separately stated as discontinued operations in the consolidated statements of cash flows for all periods presented. See Note 4 "Acquisitions and Divestitures" for additional detail.

NOTE 2 — BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements herein are prepared in conformity with generally accepted accounting principles in the U.S. ("U.S. GAAP"). In the opinion of management, the consolidated financial statements of Dole include all necessary adjustments, which are of a normal recurring nature, to present fairly Dole's financial position, results of operations and cash flows.

Dole's consolidated financial statements include the accounts of majority-owned subsidiaries over which Dole exercises control, entities that are not majority-owned but require consolidation, because Dole has the ability to exercise control over operating and financial policies or has the power to direct the activities that most significantly impact the entities' economic performance, and all variable interest entities ("VIEs") for which Dole is the primary beneficiary.

Intercompany accounts and transactions have been eliminated in consolidation. The results of consolidated entities are included from the effective date of control or, in the case of VIEs, from the date that Dole becomes the primary beneficiary. The results of subsidiaries sold or otherwise deconsolidated are excluded from consolidated results as of the date that Dole ceases to control the subsidiary or, in the case of VIEs, when Dole ceases to be the primary beneficiary.

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The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts and disclosures reported in the financial statements and accompanying notes. Estimates and assumptions include, but are not limited to, the areas of customer and grower receivables, inventories, impairment of assets, useful lives of property, plant and equipment, intangible assets, income taxes, retirement benefits, business combinations, financial instruments and contingencies. Actual results could differ from these estimates and assumptions.

Summary of Significant Accounting Policies

Revenue Recognition: Revenue is recognized when a performance obligation is satisfied as control of a good or service is transferred to a customer in the amount expected to be entitled at transfer. For each customer contract, the performance obligations are identified, the transaction price is allocated to the individual performance obligations, and revenue is recognized when these performance obligations are fulfilled and control of the good or service is transferred to the customer. The transfer of control of a good or service to customers is generally based on written sales terms that allow customers right of return when the good or service does not meet certain quality factors.

Revenue consists primarily of product revenue, which includes the selling of fresh produce, health foods and consumer goods to third-party customers. Fresh produce comprises two main product categories, tropical fruit and diversified produce. Tropical fruit primarily consists of bananas, pineapples and plantains, and diversified produce primarily consists of all other fruit, vegetables and other produce. Product revenue also includes surcharges for additional product services such as freight, cooling, warehousing, fuel, containerization, handling and palletization related to the transfer of products. Additionally, the Company has certain marketing contracts where Dole is the principal, and the related product revenue and cost of sales are reported on a gross basis. Product revenue is recognized at a point in time when control of the goods has been transferred to the customer, which can be upon shipping or delivery, depending on the terms of sale.

Revenue also includes service revenue, which includes third-party freight services and royalties for the use of the Company's brands and trademarks. Additionally, the Company maintains a commercial cargo business where revenue is earned by providing handling and transportation services of containerized cargo on the Company's vessels. Net service revenue was less than 10% of total revenue for the years ended December 31, 2024, December 31, 2023 and December 31, 2022. See Note 5 "Revenue" for additional detail of the Company's revenue by product and channel.

Dole's incremental costs of obtaining a contract have primarily consisted of sales commissions, and the Company has elected the practical expedient to expense these costs that are related to contracts that are less than one year. These costs are included in selling, marketing and general and administrative expenses in the consolidated statements of operations. If these costs relate to contracts that are greater than one year, the incremental costs are capitalized as a contract asset and amortized over the period from which the contract is obtained until the performance obligations are met. Dole's contracts are generally less than one year, and incremental costs of obtaining a contract are not material.

The Company treats shipping and handling costs that occur after the customer obtains control of the good as a fulfillment cost rather than a service performance obligation. Additionally, Dole has elected the practical expedient to exclude sales and other taxes imposed by government authorities on revenue-producing transactions from the transaction price.

The period between the transfer of a promised good or service to a customer and customer payment is expected to be less than one year and, as such, Dole has elected the practical expedient to not adjust the promised amount of consideration for the effects of a significant financing component.

Revenue is recorded net of any sales allowances, sales promotions and sales incentives. Sales allowances are calculated based on historical claims information. Dole offers sales promotions and sales incentives to its customers. Sales promotions are temporary price reductions on third-party sales, and sales incentives include consumer coupons and discounts, volume and timing rebates and product placement fees. Estimated sales discounts are recorded in the period in which the related sale is recognized. Volume rebates are recognized in the period of sale as a reduction of revenue based on Dole's estimate of sales volume over the term of the arrangement. All other sales incentives are estimated using both historical trends and current volumes and assumptions. The Company also enters cooperative advertising arrangements in which Dole refunds a retailer for a portion of the costs incurred to advertise Dole's products. The value of these arrangements is treated as a reduction of revenue, unless the arrangement is in exchange for a distinct good or service, in which case, these amounts are recorded in selling, marketing and general and administrative expenses in the consolidated statements of operations. Adjustments to sales estimates are made periodically as new information becomes available and actual sales volumes become known. Adjustments to these estimates have historically not been significant to Dole.

Cost of Sales: Cost of sales primarily consists of costs associated with the production or purchasing of inventory, packaging materials, labor, depreciation, overhead, transportation and other distribution costs. Cost of sales also includes recurring agricultural costs and shipping and handling costs, which are detailed below.

Agricultural Costs: Plant costs, including seeds, trees, vines and stems, and preproduction costs, including land preparation, pre-planting and planting costs, are generally capitalized into inventory and charged to cost of sales when the related crop is harvested and sold, with the exception of pineapples, in which the costs are generally expensed as incurred. Certain plant and preproduction costs are capitalized to property, plant and equipment, depending on the crop, and charged to cost of sales over their life. All land development costs, including farm and soil improvements, are capitalized to property, plant and equipment. The useful lives for plant, preproduction and land development costs capitalized to property, plant and equipment are 2 to 25 years and are based on historical yields, climate and weather conditions and likelihood of disease and pest interference. Recurring agricultural costs after the preproduction period, including ongoing pruning, fertilization, watering and farm labor, are generally capitalized into inventory and charged to cost of sales when the related crop is harvested and sold, with the exception of pineapples and bananas, in which the costs are expensed as incurred, due to the continuous nature of production and associated costs incurred throughout the year.

Shipping and Handling Costs: Amounts billed to third-party customers for shipping and handling are included as a component of revenue. Shipping and handling costs incurred are included as a component of cost of sales and represent fulfillment costs incurred by Dole to ship products from the sourcing location to the end customer and are not considered separate performance obligations.

Value-Added Taxes: Value-added taxes ("VAT") that are collected from customers and remitted to taxing authorities are excluded from revenue and cost of sales. Receivables related to value-added taxes are included within other receivables, net, and other assets in the consolidated balance sheets, depending on the expected timing of collection. Payables related to value-added taxes are included within payroll and other tax in the consolidated balance sheets.

Marketing and Advertising Costs: Marketing and advertising costs, which include media, production and other promotional costs, are generally expensed in the period in which the marketing or advertising first takes place. Marketing and advertising costs, included in selling, marketing and general and administrative expenses in the consolidated statements of operations, amounted to $19.5 million, $17.9 million and $17.8 million for the years ended December 31, 2024, December 31, 2023 and December 31, 2022, respectively.

Research and Development Costs: Research and development costs are expensed as incurred and are included in cost of sales or selling, marketing and general and administrative expenses in the consolidated statements of operations, based on the nature of the project. Research and development costs amounted to $8.9 million, $9.0 million and $9.2 million for the years ended December 31, 2024 and December 31, 2023 and December 31, 2022 respectively.

Gain on Asset Sales: Gain on asset sales primarily consists of gains and losses incurred through the disposal of assets held-for-sale and actively marketed property and other property disposed in the ordinary course of business. During the years ended December 31, 2024 and December 31, 2023, December 31, 2022, gains on asset sales were $2.6 million, $54.1 million and $11.8 million, respectively and primarily relate to disposal of assets held-for-sale and actively marketed property for the years ended December 31, 2023 and December 31, 2022. See Note 11 "Assets Held-For-Sale and Actively Marketed Property" for additional detail.

Gain on Disposal of Businesses: Dole records and separately states the net gains and losses related to the disposal of businesses or subsidiaries.

On February, 27, 2024, Dole entered into a definitive agreement with PTF Holdings, LLC ("PTF Holdings") pursuant to which Dole agreed to sell its 65% stake in Progressive Produce (the "Progressive Produce business") to PTF Holdings for gross proceeds of $120.3 million in cash (the "Progressive Transaction"). On March 13, 2024, Dole completed the Progressive Transaction. As a result of the sale, Dole recognized a gain on the sale of $75.9 million for the year ended December 31, 2024. .

Gain on disposal of a businesses amounted to $76.4 million for the year ended December 31, 2024 and primarily relate to the disposal of the Progressive Produce business discussed above. Gains for the years ended December 31, 2023 and December 31, 2022 were not material. See Note 4 "Acquisition and Divestitures" for further detail on the disposal of the Progressive Produce business.

Interest Income: Interest income comprises interest earned from funds invested and other receivables, such as interest earned on grower advances, and is recognized using the effective interest method over the term of the underlying agreement.

Interest Expense: Interest expense comprises interest on borrowings, amortization of discounts and issuance costs related to borrowings, interest on finance lease liabilities, fees for the sale of trade receivables, debt extinguishment costs and arrangement fees for borrowings.

Income Taxes: Dole accounts for deferred taxes under the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements. Under this method, deferred tax assets and liabilities are determined based on the differences between the financial statement carrying amount and the tax basis of assets and liabilities, using enacted tax rates in effect for the year in which the differences are expected to reverse. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date.

A valuation allowance is provided to reduce deferred tax assets to the amount more likely than not to be realized. The Company recognizes the benefit of a tax position only to the extent that it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. If the tax position is deemed more-likely-than-not to be sustained, the tax position is then assessed to determine the amount of benefit to recognize in the consolidated financial statements. The amount of the benefit that is recognized is the largest amount that is greater than 50.0% likely of being realized upon settlement. Income tax expense or benefit includes the effects of any resulting unrecognized tax benefits that are considered appropriate, as well as related net interest and penalties. In respect to undistributed earnings for foreign subsidiaries where those earnings are considered to be either indefinitely reinvested or could be distributed tax free, no deferred tax liability has been provided thereon.

The Company releases income tax effects from accumulated other comprehensive loss as individual items in accumulated other comprehensive loss are settled or otherwise disposed.

Discontinued Operations: The disposal or held-for-sale designation of a component or a group of components is presented as discontinued operations when it represents a strategic shift that had, or will have, a major effect on Dole's operations and financial results. A component of an entity comprises operations and cash flows that can be clearly distinguished both operationally and for financial reporting purposes. In the first quarter of 2023, management determined that the planned exit of the Fresh Vegetables division met the criteria to be classified as held for sale and presented as discontinued operations. See further detail in Note 4 "Acquisitions and Divestitures".

Earnings (loss) per share: Basic earnings (loss) per share is calculated by dividing the net income or loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted earnings (loss) per share is calculated by dividing the net income or loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding, after the adjustment for the effects of potentially issuable shares, such as restricted stock units ("RSUs") and stock options with a dilutive effect.

Operating and Reportable Segments: Operating segments, defined as components of the Company that engage in business activities from which they earn revenue and incur expenses, are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM"). The CODM, who is responsible for assessing performance and allocating resources amongst operating segments, is defined as the Chief Executive Officer ("CEO") and Chief Operating Officer ("COO").

Considering the anticipated exit from the Fresh Vegetables division, Dole has the following operating and reportable segments: Fresh Fruit, Diversified Fresh Produce – Europe, the Middle East and Africa ("Diversified Fresh Produce – EMEA") and Diversified Fresh Produce – Americas and the Rest of the World ("Diversified Fresh Produce – Americas & ROW"). See further detail on operating and reportable segments in Note 6 "Segments".

Cash and Cash Equivalents: Cash and cash equivalents consist of cash on hand and highly liquid investments, primarily money market funds and time deposits, with original maturities of three months or less. Whenever outstanding checks exceed cash balances, the balance of the book overdraft is reclassified to accounts payable in the consolidated balance sheets, and changes in book overdraft balances are presented within operating activities within the consolidated statements of cash flows. Restricted cash was not material as of December 31, 2024 and December 31, 2023 and therefore are not separately stated in the consolidated balance sheets.

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Short-Term and Long-Term Investments: Dole sponsors various non-qualified benefit and executive compensation plans, with plan assets held in Rabbi Trusts. Short-term investments include the portion of the Rabbi Trust securities portfolio that approximates the short-term liability of the frozen non-qualified Supplemental Executive Retirement Plan ("SERP") defined benefit plan and the total liability of the non-qualified deferred compensation Excess Savings Plan ("ESP"). Long-term investments include the portion of the Rabbi Trust securities portfolio that will be used to fund a portion of the long-term liability of the SERP plan. Securities are recorded at fair value with realized and unrealized gains and losses included in earnings. Dole estimates the fair value of its investments using prices provided by its custodian. See Note 18 "Fair Value Measurements" for further detail on fair value disclosures.

Trade Receivables: Trade receivables are recognized net of allowances, which approximates fair value. While in certain regions, the Company's customer base consists of some large, key customers, credit risk related to trade receivables is mitigated due to the large number of customers dispersed worldwide. To reduce credit risk, Dole performs periodic credit evaluations of its customers but does not generally require advance payments or collateral. Expected credit losses for newly recognized trade receivables, as well as changes to existing expected credit losses during the period, are recognized in selling, marketing, general and administrative expenses in the consolidated statements of operations. Refer to Note 8 "Receivables and Allowances for Credit Losses" for further detail on how the Company estimates these credit losses. No individual customer accounted for more than 10.0% of Dole's revenue during the years ended December 31, 2024, December 31, 2023 and December 31, 2022, nor accounted for greater than 10.0% of Dole's account receivables as of December 31, 2024 and December 31, 2023.

Dole regularly sells a portion of its trade receivables under arrangements with third-party financial institutions. The Company accounts for the transfers of trade receivables as sales when it has surrendered control, at which point the receivables are derecognized. Determining when control has transferred requires evaluation of the nature and extent of the Company's involvement with the transferred receivables as well as consideration of certain legal and other factors. See Note 8 "Receivables and Allowances for Credit Losses" for further detail.

Grower Advances: Dole makes advances to third-party growers for various production needs. Some of these advances are secured with crop harvests or other collateral owned by the growers. Dole monitors these receivables on a regular basis and estimates expected credit losses for all outstanding grower advances to determine if a related impairment loss and allowance should be recognized. These expected credit losses are evaluated on a case-by-case basis and are based on factors such as historical credit loss information, the timing of the growing season and expected yields, the fair value of the collateral, macroeconomic indicators, weather conditions, and other miscellaneous factors. Grower advances are stated at the gross advance amount less allowances for expected credit losses. Dole generally considers an advance to a grower to be past due when the advance is not fully recovered by the excess cash proceeds on the current year crop harvest or when the advance is not repaid by the excess cash proceeds by the end of the supply term agreement.

Grower advances are disaggregated into short-term advances that mature in one year or less, which are included within grower advance receivables, net, in the consolidated balance sheets and long-term advances that are included in other assets in the consolidated balance sheets. See Note 8 "Receivables and Allowances for Credit Losses" for further detail on grower advances.

Other Receivables: Other receivables consists primarily of receivables from governmental institutions, hedging receivables and miscellaneous non-trade receivables from customers, suppliers, and other third parties. These receivables are recorded net of allowances established based on specific account data and factors such as historical losses, current economic conditions, age of receivables, the value of any collateral and payment status compared to payment terms. Receivables are written off against the allowance once management determines the receivable is uncollectible. See Note 8 "Receivables and Allowances for Credit Losses" for further detail on other receivables.

Concentration of Credit Risk: Financial instruments that potentially subject Dole to a concentration of credit risk principally consist of cash equivalents, investments, derivative contracts and grower advances. Credit risk related to trade receivables is mitigated through the Company's large customer base and periodic credit valuations. Dole's cash and investments are maintained with high quality financial institutions. Dole's derivative contracts, which are discussed in greater detail below, are with major financial institutions. Dole's grower advances are principally with farming enterprises and may be secured by the underlying crop harvests or other collateral.

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Inventories: Inventories are valued at the lower of cost or net realizable value. Costs related to fresh produce are determined on the first-in, first-out basis. Specific identification and average cost methods are also used primarily for certain packing materials and operating supplies. In the normal course of business, the Company incurs certain crop growing costs such as land preparation, planting, fertilization, grafting, pruning and irrigation. Based on the nature of these costs and type of crop production, these costs may be capitalized into inventory. Generally, all recurring direct and indirect costs of growing crops for fresh produce other than bananas and pineapples are capitalized into inventory. These costs are recognized into cost of sales during each harvest period. Due to the nature of the Company's inventory, such as quick inventory turnover rates, reserves for excess production and obsolescence are not significant.

Details of inventory in the consolidated balance sheets as of December 31, 2024 and December 31, 2023 were as follows:

	December 31, 2024	December 31, 2023
	(U.S. Dollars in thousands)	
Finished products	$ 295,729	$ 233,092
Raw materials and work in progress	62,380	70,035
Crop growing costs	29,342	29,016
Agricultural and other operating supplies	42,639	46,449
Inventories, net of allowances	$ 430,090	$ 378,592

Physical goods that have completed production and are held-for-sale in the ordinary course of business are classified as finished products. Inventories classified as raw materials represent goods that will be consumed in production, such as fresh fruit or vegetables to be modified from their original form and those awaiting packaging, as well as items such as consumer packing, labels and pallets. Goods that are in the course of production are classified as work in progress. Inventories classified as crop growing costs include costs incurred up to the time crops are produced in commercial quantities. In addition, agricultural and other operating supplies that are consumed indirectly in production, such as ripening agents, fertilizer and fuel, are also capitalized into inventory.

Assets Held-for-Sale and Actively Marketed Property: Dole reports a business or assets as held-for-sale when management has approved or received approval to sell the business or assets and is committed to a formal plan, the business or assets are available for immediate sale, the business or assets are being actively marketed, the sale is anticipated to occur during the ensuing year and the other specified criteria for held-for-sale classification are met. In certain situations when timing of the sale of land is uncertain and held-for-sale criteria are not met, Dole classifies such assets as actively marketed property. A business or assets classified as held-for-sale or land classified as actively marketed property are recorded at the lower of their carrying amount or estimated fair value less cost to sell. If their carrying amount exceeds their estimated fair value, a loss is recognized. Depreciation is not recorded on assets classified as held-for-sale or on land improvements associated with actively marketed property. Assets and liabilities related to a business classified as held-for-sale and actively marketed property are segregated in the consolidated balance sheets, and major classes are separately disclosed in the notes to the consolidated financial statements, commencing in the period in which the business or assets are classified as held-for-sale or actively marketed. See Note 11 "Assets Held-For-Sale and Actively Marketed Property" for additional detail.

In the first quarter of 2023, management determined that the Fresh Vegetables division met the criteria to be classified as held for sale and presented as discontinued operations. As a result, depreciation on property, plant and equipment and amortization on operating lease right-of-use assets have ceased as of March 31, 2023. The total amount of depreciation and amortization not recorded from March 31, 2023 to December 31, 2024 was $78.1 million. In accordance with held-for-sale disposal group measurement guidance, an after-tax loss of $78.2 million was recorded in the fourth quarter of 2024 to adjust the carrying amount of the Fresh Vegetables division to its estimated fair value, less costs to sell. See Note 4 "Acquisitions and Divestitures" for additional detail.

Investments in Unconsolidated Affiliates: Investments in unconsolidated affiliates and joint ventures with ownership by Dole of 20.0% to 50.0% are recorded using the equity method, provided Dole has the ability to exercise significant influence. In addition, entities in which the Company has variable interests are also recorded using the equity method when it is determined that the Company is not the primary beneficiary in the relationship but has the ability to exercise significant influence. Under the equity method of accounting, a share of earnings and losses based on Dole's ownership percentage in the investment is recorded in earnings each period.

All material equity method investments have the same fiscal year-end as Dole. Where appropriate, the accounting policies of equity method investments have been adjusted to ensure consistency with the policies adopted by Dole.

All other unconsolidated investments where we do not have the ability to exercise significant influence are recorded at cost less impairment, adjusted for any observable price changes, as their fair value is not readily determinable. As of December 31, 2024 and December 31, 2023, substantially all of Dole's investments in unconsolidated affiliates have been accounted for under the equity method.

Dole evaluates its equity method investments and investments held at cost for impairment when facts and circumstances indicate that the carrying value of such investments may not be recoverable. Dole reviews several factors to determine whether the loss is other than temporary, such as the length and extent of the fair value decline, the financial condition and near-term prospects of the investee and whether Dole has the intent to sell or will be required to sell before the investment's anticipated recovery. If a decline in fair value is determined to be other than temporary, an impairment charge is recorded in equity method earnings (loss) in the consolidated statements of operations.

Property, Plant and Equipment: Property, plant and equipment is stated at cost plus any asset retirement costs, less accumulated depreciation. Depreciation is computed using the straight-line method over the estimated useful lives of these assets. Dole reviews long-lived assets to be held and used for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset group may not be recoverable. If an evaluation of recoverability is required, the estimated undiscounted future cash flows directly associated with the asset are compared to the asset's carrying amount. If this comparison indicates that there is an impairment, the amount of the impairment is calculated by comparing the carrying value to discounted expected future cash flows or comparable market values, depending on the nature of the asset group. Routine maintenance and repairs are expensed as incurred.

For the years ended December 31, 2024, December 31, 2023 and December 31, 2022, Dole recognized write-down and impairment losses of $5.5 million, $2.2 million and $0.4 million, respectively.

Dry-Docking Costs: Dole incurs costs for planned major maintenance activities related to its vessels during regularly scheduled dry dockings that occur approximately every 2 to 7 years, depending on the age of the vessel. Costs incurred during the dry-docking period, such as overhaul costs, are capitalized and amortized to the next overhaul. Routine repairs and maintenance related to vessels are expensed as incurred and included in cost of sales in the consolidated statements of operations. Amortization costs related to dry-docking are also included in cost of sales in the consolidated statements of operations.

See Note 12 "Property, Plant and Equipment" for additional detail on the major classes of property, plant and equipment and their respective useful lives.

Leases: Dole leases fixed assets for use in operations where leasing offers advantages of operating flexibility and is less expensive than alternative types of funding.

Dole's leases are evaluated at inception and any subsequent modification and, depending on the lease terms, are classified as either finance or operating leases. For leases with terms greater than one year, the Company recognizes a related asset ("right-of-use asset") and obligation ("lease liability") on the lease commencement date, calculated as the present value of lease payments over the lease term. Right-of-use assets represent the right to use an underlying asset for the lease term, and lease liabilities represent the obligation to make lease payments arising from the lease. Dole's leases may include rental escalation clauses, renewal options and termination options that are factored into the determination of lease payments and lease term when appropriate. Dole's lease agreements do not contain any residual value guarantees. The majority of Dole's leases are classified as operating leases. Dole's principal operating leases are for vessel containers that do not meet the finance lease criteria, ports, land and warehouse facilities. Dole's finance leases primarily consist of vessels, vessel containers and machinery and equipment that meet the finance lease criteria. Dole's decision to exercise any renewal options is primarily dependent on the level of business conducted at the location and the profitability of the renewal.

The Company has elected to account for lease and non-lease components as a single lease component in contracts where Dole is the lessee. When available, the rate implicit in the lease is used to discount lease payments to present value; however, most of Dole's leases do not provide a readily determinable implicit rate. Therefore, the Company's incremental borrowing rate is used to discount the lease payments based on information available at lease commencement.

When the Company acts as a lessor for contracts that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative standalone prices at inception or modification of the lease. Also, the Company determines whether each lease is classified as a sales-type, direct financing or an operating lease. Dole recognizes income earned from operating leases on a straight-line basis over the lease term as a part of other income, net, in the consolidated statements of operations.

Goodwill and Intangible Assets: Goodwill represents the excess cost of a business acquisition over the fair value of the net assets acquired, including the amount assigned to identifiable intangible assets. Dole tests goodwill for impairment at the reporting unit level annually on the first day of the fourth quarter of each fiscal year and when there is an indicator of impairment. Dole defines each of its operating business segments as reporting units. The reporting units with allocated goodwill include Fresh Fruit, Diversified Fresh Produce – EMEA, and Diversified Fresh Produce – Americas & ROW. Other indefinite-lived intangible assets are also reviewed for impairment annually on the first day of the fourth quarter of each fiscal year, or more frequently if impairment indicators arise.

On March 13, 2024, Dole completed the Progressive Transaction, and the Company concluded that the Progressive Transaction was a triggering event for the Diversified Fresh Produce – Americas & ROW reporting unit. To determine the fair value of the remaining Diversified Fresh Produce – Americas & ROW reporting unit as of March 31, 2024, the Company utilized the income approach to estimate the reporting unit's projected long-term performance. Level 3 inputs were utilized within the quantitative analysis. Based on the results of the analysis, the Company recorded a goodwill impairment charge of $36.7 million in March 2024.

For the annual goodwill impairment test, management may assess qualitative factors to determine whether it is more likely than not that the fair value of each reporting unit with goodwill is less than its carrying amount. These qualitative factors include market and industry considerations, overall financial performance and other relevant events and factors affecting the reporting unit. If the results of the qualitative assessment indicate that it is more likely than not that the fair value of a reporting unit is less than its carrying amount, a quantitative assessment is required for that reporting unit. Alternatively, the Company may bypass the qualitative assessment and perform a quantitative assessment.

In fiscal year 2024, Dole elected to bypass the qualitative test and performed a quantitative goodwill impairment assessment.

The quantitative assessment involves comparing the fair value of each reporting unit with allocated goodwill to its carrying amount. If the carrying amount of a reporting unit exceeds it estimated fair value, an impairment of goodwill is recognized up to the amount of goodwill allocated to the reporting unit. Fair values for reporting units are generally determined using a discounted cash flow model involving market multiples or appraised values, as appropriate. The present value models involve inputs which are sensitive and judgmental in nature, such as estimates of future financial performance, long-term cash flow projections and discount rates.

Dole's other indefinite-lived intangible assets, primarily consisting of the DOLE brand, are considered to have an indefinite life, because they are expected to generate cash flows indefinitely and, as such, are not amortized. The Company may perform a qualitative assessment for each indefinite-lived intangible asset to determine if it is more likely than not that the carrying amount of the asset exceeds its fair value, which would require a quantitative assessment. The quantitative test compares the fair value of the indefinite-lived intangible to its carrying amount. If the carrying amount exceeds fair value, an impairment loss is recognized. Dole may also elect to bypass the qualitative assessment and perform a quantitative assessment.

In fiscal year 2024, Dole elected to bypass the qualitative assessment and perform a quantitative test for the DOLE brand. Dole determined the fair value of the DOLE brand by using a relief-from-royalty method, involving inputs such as projected revenue and long-term growth rates, royalty rates and discount rates.

Dole's definite-lived intangible assets include customer relationships, supplier relationships and local brands, that are initially recorded at fair value and amortized on a straight-line basis over 3 to 15 years.

For the year ended December 31, 2024, the Company recognized an impairment charge of $36.7 million on goodwill related to the disposal of the Progressive Produce business and no charge on intangible assets. For the years ended December 31, 2023 and December 31, 2022, the Company determined there was no impairment of goodwill or intangible assets, and for the year ended December 31, 2024, the Company determined that there was no incremental impairment of goodwill after the impairment recorded in the first quarter.

See Note 13 "Goodwill and Intangible Assets" for additional detail.

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Bank Overdrafts: The Company and its subsidiaries have a number of bank overdraft facilities which are primarily used to fund seasonal working capital requirements. The facilities contain covenants customary for unsecured facilities of this kind, including financial covenants on maximum leverage and minimum interest cover. Bank overdrafts are classified as a current liability in the consolidated balance sheets. See Note 14 "Debt" for additional detail.

Debt: Debt is carried at the principal amount borrowed, including unamortized discounts and premiums and debt issuance costs, when applicable. Debt discounts and issuance costs are amortized over the term of the debt agreement using the effective interest method and are presented as a direct reduction of debt in the consolidated balance sheets, except for those issuance costs related to revolving credit facilities or line-of-credit arrangements which are amortized on a straight-line basis and presented as a prepaid asset in the consolidated balance sheets. See Note 14 "Debt" for additional detail.

Derivative Financial Instruments: Dole holds derivative instruments to hedge against risks in foreign currency exchange, fuel costs and interest rates on long-term borrowings. Dole estimates the fair value of its derivatives, including any credit valuation adjustments, using market-based inputs. All realized gains and losses under designated cash flow hedges are included in earnings in the consolidated statements of operations, and unrealized gains and losses are included in other comprehensive income (loss). For all other hedges not designated as hedging instruments, all realized and unrealized gains and losses are recorded in the same line item within the consolidated statements of operations as the activity that is being hedged from a financial risk management perspective. We also classify the cash flows from our cash flow hedges and fair value hedges in the same category as the items being hedged on our consolidated statements of cash flows.

Fair Value Hedges: The Company enters into fair value hedges to hedge foreign currency exposure of certain non-functional currency denominated assets and liabilities. Dole enters into foreign currency forward contracts primarily to hedge the changes in fair value of certain intercompany loans and certain receivables and payables denominated in a foreign currency.

Cash Flow Hedges: The Company enters into cash flow hedges to hedge against variability in certain expected future cash flows related to foreign currency exchange and interest rates on long-term borrowings. Dole enters into foreign currency exchange forward contracts and option contracts to hedge a portion of its forecasted revenue, cost of sales and operating expense. In order to mitigate interest rate uncertainty on long-term debt, Dole enters into interest rate swap agreements.

See Note 17 "Derivative Financial Instruments" for additional detail on derivative instruments.

Fair Value of Financial Instruments: Dole's financial instruments primarily comprise of cash and cash equivalents, short and long-term investments, short-term trade and grower receivables, trade payables and notes receivable, as well as long-term grower receivables, finance lease obligations, asset-based loans, contingent consideration and term loan facilities. The carrying amounts of short-term instruments, excluding Dole's short-term Rabbi Trust investments that are recorded at fair value, approximate fair value because of their short maturity. Dole's contingent consideration and long-term Rabbi Trust investments are recorded at fair value. Carrying amounts of other long-term financial instruments, excluding Dole's term loans, approximate fair value, since the instruments bear interest at variable or fixed rates which approximate market rates. See Note 18 "Fair Value Measurements" for additional detail.

Dole also holds retirement plan assets which are measured at fair value. Dole estimates the fair value of its retirement plan assets based on quoted market prices, dependent on availability. In instances where quoted market prices are not readily available, the fair value of the investment securities is estimated based on pricing models using observable or unobservable inputs. As a practical expedient, the Company uses net asset value ("NAV") to measure certain investments without a readily determinable fair value within the Company's pension asset portfolio. See Note 15 "Employee Benefit Plans" for additional detail.

Foreign Currency Exchange: The functional currency of Dole is the U.S. dollar. For subsidiaries with transactions that are denominated in a currency other than the functional currency, the net foreign currency exchange transaction gains or losses resulting from the remeasurement of monetary assets and liabilities to the functional currency are included in the consolidated statements of operations. Transaction gains and losses were not material in the years ended December 31, 2024, December 31, 2023 and December 31, 2022. Net foreign currency exchange gains or losses resulting from the translation of assets and liabilities of foreign subsidiaries whose functional currency is not the U.S. dollar are recorded as a part of the cumulative translation adjustment in stockholders' equity.

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Pension and Postretirement Benefits: Dole sponsors several defined benefit pension plans and other postretirement benefit ("OPRB") plans covering certain eligible employees. The funded status of these plans is recorded on the consolidated balance sheets, with overfunded plans presented in other assets and underfunded plans presented in pension and postretirement benefit liabilities. Net benefit obligations of underfunded plans that are due over the next year are presented as current liabilities. Actuarial assumptions including discount rates, salary increases, expected return on plan assets, mortality and other factors are used to measure the funded status and annual expense of the plans. Obligations and any assets associated with pension and postretirement benefit plans are measured at fair value as of December 31 each year. See Note 15 "Employee Benefit Plans" for additional detail.

Stock-Based Compensation: Stock-based compensation for Dole consists of RSUs and stock options. At their grant date, RSUs with only a service condition are valued using the current share price, RSUs with a market condition are valued using a Monte Carlo simulation approach and stock options are valued using the Black Scholes pricing model. Stock-based compensation expense is recognized over the requisite service period, which is the vesting period of each award.

Redeemable Noncontrolling Interest ("NCI"): If a put option is held by a NCI in a subsidiary undertaking, whereby the holder of the put option can require Dole to acquire the NCI's ownership in the subsidiary at a future date, the Company examines the nature of such a put option to determine whether the put option is a separate financial instrument to, or embedded within, the NCI.

As the Company's NCI containing put options have exercise prices based on future earnings of the related consolidated subsidiaries that are redeemable at the option of the holder and meet the criteria for mezzanine classification, they are classified as redeemable NCI as mezzanine equity in the consolidated balance sheets. The options do not contain a limit to the amount that the Company could be required to pay upon exercise by the holder, and the embedded put and call features do not meet the criteria for bifurcation.

Both permanent and mezzanine-classified NCI are measured at fair value on the acquisition date. Each reporting period, net income and comprehensive income of a consolidated subsidiary is allocated to the controlling interest and NCI. When redemption of a mezzanine-classified NCI becomes probable, the NCI is accreted to its redemption value with the offset recorded to additional paid-in-capital in the consolidated statements of stockholders' equity. These changes are accreted over the period prior to the earliest redemption date or recognized immediately.

As of December 31, 2024, the $35.6 million of redeemable NCI in the consolidated balance sheets represents the carrying value of the redeemable NCI. The total gross redemption value of the instruments was $39.4 million, had the options been exercised as of December 31, 2024, payable over a maximum of ten years.

Guarantees: Dole makes guarantees as part of its normal business activities. Dole's guarantees include guarantees of the indebtedness of some of its key fruit suppliers and other entities integral to Dole's operations. Dole also issues bank guarantees as required by certain regulatory authorities, suppliers and other operating agreements, as well as to support the borrowings, leases and other obligations of its subsidiaries. The majority of Dole's guarantees relate to guarantees of subsidiary obligations and are scoped out of the initial measurement and recognition accounting requirements related to guarantees. See Note 19 "Contingencies" for further detail on the Company's guarantees.

Business Combinations: Business combinations are accounted for using the acquisition method of accounting. Application of this method of accounting requires that (i) identifiable assets acquired (including identifiable intangible assets) and liabilities assumed generally be measured at fair value as of the acquisition date, and (ii) the excess of the purchase price over the net fair value of identifiable assets acquired and liabilities assumed be recognized as goodwill.

Determining the fair value of assets acquired and liabilities assumed and the allocation of the purchase price requires management to use significant judgment and estimates, especially with respect to intangible assets. Estimates in valuing certain identifiable assets include, but are not limited to, the selection of valuation methodologies, estimates of future revenue and cash flows, expected long-term market growth, future expected operating expenses, costs of capital and appropriate discount rates. Management's estimates of fair value are based upon assumptions believed to be reasonable but which are inherently uncertain and unpredictable, and as a result, actual values may differ from these estimates. During the measurement period, certain adjustments may be recorded to the carrying fair value of the assets acquired and liabilities assumed with the corresponding offset to goodwill. After the measurement period, which could last up to one year after the transaction date, all adjustments are recorded in the consolidated statements of operations.

The NCI in acquired businesses are measured at fair value at the date of acquisition and are separately presented within stockholders' equity, distinct from equity attributable to Dole. Each reporting period, net income (loss) and comprehensive income (loss) of consolidated subsidiaries in which NCI are held are attributed to that NCI based on their equity interest in each consolidated subsidiary.

Contingent consideration is recognized and measured at fair value at the acquisition date. Any obligation of the Company to pay contingent consideration in connection with a business combination is classified as a liability as required by Accounting Standards Codification ("ASC") 480, *Distinguishing Liabilities from Equity*; otherwise, it is classified as equity. Post-combination accounting for contingent consideration is impacted by its initial classification. When it is classified as a liability, it is remeasured at each reporting date at fair value, and any changes in fair value are reported within earnings. When it is classified as equity, the contingent consideration is not subsequently remeasured, and its settlement is accounted for within equity. Total contingent consideration as of December 31, 2024 and December 31, 2023 amounted to $7.4 million and $9.1 million, respectively. Dole's contingent consideration represents the provision for the net present value of the amounts expected to be payable for acquisitions which are subject to earn-out arrangements and is expected to be paid between 2025 and 2027.

Contingencies: Estimated losses from contingencies are recognized at fair value if it is probable that an asset has been impaired or a liability has been incurred as of the date of the financial statements and the amount of that loss can be reasonably estimated. Gain contingencies are not recognized until realized. Judgment is used to assess whether a loss contingency is probable and estimable, and actual results may differ from that estimate. See Note 19 " Contingencies" for further detail on the Company's contingencies.

NOTE 3 — NEW ACCOUNTING PRONOUNCEMENTS

New Accounting Pronouncements Adopted

ASU 2023-07 – Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures

In November 2023, the FASB issued Accounting Standards Update ("ASU") 2023-07, *Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures*, which enhances interim and annual segment disclosure requirements, including disclosure of certain significant segment expenses. The amendments in this update are effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. Dole adopted the updated disclosure guidance for the annual reporting period beginning January 1, 2024. The amendments in this update were applied retrospectively to all prior periods presented. Refer to Note 6 "Segments" for the Company's segment disclosures.

New Accounting Pronouncements Not Yet Adopted

ASU 2023-09 – Income Taxes (Topic 740): Improvements to Income Tax Disclosures

In December 2023, the FASB issued ASU 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures*, which enhances certain income tax disclosure requirements, including additional disclosure related to the income tax rate reconciliation and income taxes paid. The amendments in this update are effective for annual periods beginning after December 15, 2024, with early adoption permitted. We are evaluating the potential impact of the new requirements on our income tax disclosures.

ASU 2024-03 and ASU 2025-01 – Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses

In November 2024, the FASB issued ASU 2024-03, *Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses*, which enhances interim and annual disclosure requirements of certain costs and expenses, including the disaggregation of each relevant expense caption of the income statement into certain expense categories, such as purchases of inventory, employee compensation, depreciation, intangible asset amortization, and depreciation, depletion, and amortization recognized as part of oil- and gas-producing activities. Additionally, the FASB issued ASU 2025-01 in January 2025, to clarify the effective date. The amendments in this update are effective for annual periods beginning after December 15, 2026, and interim periods within annual reporting periods beginning after December 15, 2027, with early adoption permitted. The Company is evaluating the potential impact of the new requirements.

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NOTE 4 — ACQUISITIONS AND DIVESTITURES

Vegetables Exit Process

On January 30, 2023, certain of Dole's wholly owned subsidiaries entered into a Stock Purchase Agreement (the "Fresh Express Agreement") with Fresh Express Acquisition, LLC ("Fresh Express"), pursuant to which Fresh Express agreed to acquire the Fresh Vegetables division for approximately $293.0 million in cash, subject to certain adjustments set forth in the Fresh Express Agreement. On March 27, 2024, the Fresh Express Agreement was terminated due to a failure to obtain regulatory approval, and Dole announced that it is in the process of pursuing alternative transactions through which it will exit the Fresh Vegetables business. As of December 31, 2024, the Company believes it will complete the Vegetables exit process within the next 12 months.

The Fresh Vegetables division comprises substantially all of the assets and all of the liabilities of the former Fresh Vegetables reportable segment. Certain assets and liabilities of the Fresh Vegetables reportable segment that are excluded from the transaction are not material, individually or in the aggregate.

The Company determined that exiting the Fresh Vegetables business represents a strategic shift that will have a material effect on the Company's operations and results. As such, the results of the Fresh Vegetables division have been classified as discontinued operations in the consolidated statements of operations for the periods presented, and its related assets and liabilities have been classified as held for sale in the consolidated balance sheets as of March 31, 2023 and onwards. As a result, depreciation on property, plant and equipment and amortization on operating lease right-of-use assets have ceased as of March 31, 2023. The total amount of depreciation and amortization not recorded from March 31, 2023 to December 31, 2024 was $78.1 million. In accordance with held-for-sale disposal group measurement guidance, an after-tax loss of $78.2 million (pre-tax loss of $104.9 million less a deferred tax credit of $26.7 million) was recorded in the fourth quarter of 2024 to adjust the carrying amount of the Fresh Vegetables division to its estimated fair value, less costs to sell. The pre-tax loss is presented as a valuation allowance against the disposal group and is not allocated to specific assets and liabilities and the adjustment to deferred taxes is recorded within deferred tax liabilities, net. The estimated fair value was based on ongoing negotiations with potential market participants and therefore utilizes unobservable (Level 3) inputs.

Upon exiting the business, Dole does not anticipate having significant continuing involvement with the Fresh Vegetables division.

The following tables present the results of the Fresh Vegetables division as reported in loss from discontinued operations, net of income taxes, in the consolidated statements of operations and the carrying value of assets and liabilities as presented within assets and liabilities held for sale in the consolidated balance sheets.

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Revenues, net	$ 1,110,324	$ 1,143,239	$ 1,205,902
Cost of sales	(1,002,783)	(1,102,761)	(1,211,071)
Gross profit (loss)	107,541	40,478	(5,169)
Selling, marketing, general and administrative expenses	(46,220)	(45,872)	(55,520)
Transaction costs	(3,000)	(11,491)	—
(Loss) gain on asset sales, net of asset write-downs of property, plant and equipment	(520)	50	(150)
Operating income (loss) from discontinued operations	57,801	(16,835)	(60,839)
Other income, net	902	821	722
Net interest expense[1]	(1,578)	(6,284)	(4,879)
Income (loss) from discontinued operations before income taxes	57,125	(22,298)	(64,996)
Loss on classification as held for sale before income taxes	(104,886)	—	—
Total loss from discontinued operations before income taxes	(47,761)	(22,298)	(64,996)
Income tax benefit	19,053	452	8,456
Less: (Income) loss from discontinued operations attributable to noncontrolling interests	(172)	28	93
Loss from discontinued operations, net of income taxes	$ (28,880)	$ (21,818)	$ (56,447)

[1] Net interest expense presented within discontinued operations is net of interest income and includes the allocated interest expense related to the portion of Term Loan A and Term Loan B that may be required to be repaid if the Vegetables exit process occurs. As of December 31, 2024, the Company estimated that there would be no minimum prepayment on Term Loan A and Term Loan B. See Note 14 "Debt" for further detail.

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	December 31, 2024	December 31, 2023
ASSETS	(U.S. Dollars in thousands)	
Cash and cash equivalents	$ 1,702	$ 1,425
Current receivables, net[1]	12,721	15,633
Inventories, net	32,259	35,266
Prepaid expenses and other current assets	6,724	5,724
Property, plant and equipment, net	248,545	230,292
Operating lease right-of-use assets	115,917	107,390
Other noncurrent assets	19,060	18,727
Loss recognized on classification as held for sale	(104,886)	—
Total Fresh Vegetables assets held for sale	332,042	414,457
Fresh Vegetables current assets held for sale	332,042	414,457
Fresh Vegetables non-current assets held for sale	—	—
Total Fresh Vegetables assets held for sale	$ 332,042	$ 414,457
LIABILITIES		
Accounts payable	$ 61,646	$ 69,998
Accrued and other current liabilities	75,185	82,019
Operating lease liabilities	70,541	87,477
Deferred tax liabilities, net	19,783	34,005
Other long-term liabilities	17,514	17,843
Total Fresh Vegetables liabilities held for sale	244,669	291,342
Fresh Vegetables current liabilities held for sale	244,669	291,342
Fresh Vegetables non-current liabilities held for sale	—	—
Total Fresh Vegetables liabilities held for sale	$ 244,669	$ 291,342

[1]Fresh Vegetables currently sells its trade receivables under the facility with recourse provisions described in Note 8 "Receivables and Allowances for Credit Losses." Upon exiting the Fresh Vegetables business, Fresh Vegetables' position under the facility will be settled and these receivables will be included within the disposal group. As of December 31, 2024 and December 31, 2023, total Fresh Vegetables receivables sold under the facility with recourse provisions was $62.2 million and $62.4 million, respectively.

Other Acquisitions and Divestitures

The Company normally engages in acquisitions to grow its business and product offerings and in divestitures to align with Dole's long-term strategy.

In the year ended December 31, 2024, the Company acquired ownership interests in a number of subsidiaries, none of which were material, individually or in the aggregate. Total purchase consideration for these acquisitions was $1.6 million, and total goodwill acquired was $0.7 million. Additionally, in the year ended December 31, 2024, the Company completed the Progressive Transaction and recognized net cash proceeds of $117.8 million and a gain on sale of the business of $75.9 million. The carrying amount of net assets sold amounted to $41.9 million, including allocated goodwill of $36.0 million. During the years ended December 31, 2024 and December 31, 2023, Progressive Produce comprised $77.9 million and $426.4 million, respectively, of Dole's consolidated net revenue. Excluding the impact of its contribution to prior period results and the gain on sale recognized in the year ended December 31, 2024, we do not expect the sale to have other material direct or indirect impacts to our future operating results, statement of financial position and cash flows. Other disposals during the year amounted to net assets disposed of $2.4 million, net proceeds received of $1.7 million and gain on disposals of $0.5 million.

In the year ended December 31, 2023, the Company acquired ownership interests in a number of subsidiaries, none of which were material, individually or in the aggregate. Total purchase consideration for these acquisitions was $9.9 million, and total goodwill acquired was $0.7 million. Additionally, in the year ended December 31, 2023, the Company disposed of ownership interests in a subsidiary to a noncontrolling interest. Aggregate consideration received was not material, and there was no gain or loss on the disposal.

For the year ended December 31, 2022, the Company acquired additional ownership interests in a subsidiary. Aggregate purchase consideration and net assets acquired were not material, and total goodwill acquired was $1.2 million. Additionally, in the year ended December 31, 2022, the Company disposed of a subsidiary. Aggregate consideration received and net assets disposed were not material and there was a gain on the disposal of $0.2 million.

Acquisitions related to investments in unconsolidated affiliates were not material for the years ended December 31, 2024, December 31, 2023 and December 31, 2022. See Note 22 "Investments in Unconsolidated Affiliates" for additional detail on divestitures related to investments in unconsolidated affiliates.

See Note 13 "Goodwill and Intangible Assets." for further information related to acquisitions and divestitures.

NOTE 5 — REVENUE

The following table presents the Company's disaggregated revenue by similar types of products and services for the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Diversified produce	$ 5,227,569	$ 5,156,386	$ 5,062,985
Tropical fruit	2,891,836	2,697,228	2,580,192
Health foods and consumer goods	144,049	137,000	122,733
Commercial cargo	177,909	184,944	194,308
Other	33,980	69,710	64,185
Total revenue, net	$ 8,475,343	$ 8,245,268	$ 8,024,403

The following table presents the Company's disaggregated revenue by channel for the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
Third party revenue:	(U.S. Dollars in thousands)		
Retail	$ 4,728,488	$ 4,819,832	$ 4,638,740
Wholesale	2,962,426	2,564,747	2,607,624
Food service	469,439	497,687	452,040
Commercial cargo	177,909	184,944	194,308
Other	10,685	50,416	10,599
Revenue from sales to unconsolidated affiliates	126,396	127,642	121,092
Total revenue, net	$ 8,475,343	$ 8,245,268	$ 8,024,403

NOTE 6 — SEGMENTS

Accounting for the anticipated exit from the Fresh Vegetables division, Dole has the following three reportable segments, which align with the manner in which the business is managed: Fresh Fruit, Diversified Fresh Produce – EMEA and Diversified Fresh Produce – Americas & ROW. The Company's reportable segments are based on (i) financial information reviewed by the CODM, defined as the CEO and COO, (ii) internal management and related reporting structures and (iii) the basis upon which the CODM assesses performance and allocates resources.

Fresh Fruit: The Fresh Fruit reportable segment primarily sells bananas, pineapples and plantains which are sourced from local growers or Dole-owned and leased farms, predominately located in Latin America, and sold throughout North America, Europe, Latin America and Asia. This segment also operates a commercial cargo business, which offers available capacity to transport third party cargo on company-owned vessels that are primarily used internally for transporting bananas and pineapples between Latin America, North America and Europe.

Diversified Fresh Produce – EMEA: The Diversified Fresh Produce – EMEA reportable segment includes Dole's Irish, Dutch, Spanish, Portuguese, French, Italian, U.K., Swedish, Danish, South African, Czech, Slovakian, Polish, German and Brazilian businesses, the majority of which sell a variety of imported and local fresh fruits and vegetables through retail, wholesale and, in some instances, food service channels across the European marketplace.

Diversified Fresh Produce – Americas & ROW: The Diversified Fresh Produce – Americas & ROW reportable segment includes Dole's U.S., Canadian, Mexican, Chilean, Peruvian and Argentinian businesses, all of which market globally and locally-sourced fresh produce, including avocados, kiwis, apples, berries and cherries, from third-party growers or Dole-owned farms through retail, wholesale and food service channels globally.

Segment performance is evaluated based on a variety of factors, of which revenue and adjusted earnings before interest expense, income taxes and depreciation and amortization ("Adjusted EBITDA") are the financial measures regularly reviewed by the CODM. The CODM uses Revenue and Adjusted EBITDA in assessing the performance of each segment. Revenue and Adjusted EBITDA are used to monitor budget versus actual operating results to evaluate the performance of a segment, make decisions on capital and operating funding, consider opportunities to increase profitability and establish management's compensation. Management does not use assets by segment to evaluate performance or allocate resources. Therefore, assets by segment are not disclosed.

All transactions between reportable segments are eliminated in consolidation. Segment results for the years ended December 31, 2024, December 31, 2023 and December 31, 2022 have been updated to remove the discontinued operations of the Fresh Vegetables division, and corporate costs previously allocated to the Fresh Vegetables reportable segment have been reallocated to the remaining reportable segments.

Adjusted EBITDA is reconciled below to net income by (1) adding the income or subtracting the loss from discontinued operations, net of income taxes; (2) subtracting the income tax expense or adding the income tax benefit; (3) subtracting interest expense; (4) subtracting depreciation charges; (5) subtracting amortization charges on intangible assets; (6) subtracting mark to market losses or adding mark to market gains related to unrealized impacts from certain derivative instruments and foreign currency denominated borrowings, realized impacts on noncash settled foreign currency denominated borrowings, net foreign currency impacts on liquidated entities and fair value movements on contingent consideration; (7) subtracting impairment charges on goodwill; (8) other items which are separately stated based on materiality, which, during the years ended December 31, 2024, December 31, 2023 and December 31, 2022, included adding or subtracting asset write-downs from extraordinary events, net of insurance proceeds, adding the gain or subtracting the loss on the sale of investments accounted for under the equity method, adding the gain or subtracting the loss on the disposal of business interests, adding the gain or subtracting the loss on asset sales for assets held for sale and actively marketed property, subtracting impairment charges on property, plant and equipment, subtracting restructuring charges and costs for legal matters not in the ordinary course of business, subtracting costs incurred for the cyber-related incident and subtracting the incremental costs from the fair value uplift for biological assets related to the acquisition of Legacy Dole; and (9) the Company's share of these items from equity method investments.

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The following tables provide revenue, other segment items and Adjusted EBITDA by reportable segment:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
Segment Revenue	(U.S. Dollars in thousands)		
Fresh Fruit	$ 3,293,527	$ 3,135,866	$ 3,047,149
Diversified Fresh Produce – EMEA	3,608,692	3,432,945	3,152,561
Diversified Fresh Produce – Americas & ROW	1,686,281	1,800,168	1,965,667
Total segment revenue	8,588,500	8,368,979	8,165,377
Intersegment revenue	(113,157)	(123,711)	(140,974)
Total consolidated revenue, net	$ 8,475,343	$ 8,245,268	$ 8,024,403
Segment Adjusted EBITDA:[1]			
Fresh Fruit	$ 214,848	$ 208,930	$ 205,547
Diversified Fresh Produce – EMEA	131,504	133,570	111,053
Diversified Fresh Produce – Americas & ROW	45,851	42,618	43,796
Adjustments:			
Income tax (expense) benefit	(75,649)	(43,591)	25,603
Interest expense	(72,264)	(81,113)	(56,371)
Depreciation	(91,262)	(93,970)	(98,703)
Amortization of intangible assets	(7,556)	(10,198)	(10,893)
Mark to market gains (losses)	10,139	(2,524)	(3,049)
Gain on asset sales	125	52,495	10,316
Incremental charges on biological assets and inventory related to acquisition of Legacy Dole	—	—	(41,145)
Gain on disposal of businesses	76,417	—	192
Cyber-related incident	—	(5,321)	—
Impairment of goodwill	(36,684)	—	—
Other items	1,686	(2,918)	39
Items in equity method earnings:			
Dole's share of depreciation	(6,397)	(7,224)	(8,073)
Dole's share of amortization	(2,201)	(2,513)	(2,542)
Dole's share of income tax expense	(4,858)	(5,826)	(5,623)
Dole's share of interest expense	(3,806)	(5,348)	(1,731)
Dole's share of other items	(7,594)	460	(186)
Income from continuing operations	172,299	177,527	168,230
Loss from discontinued operations, net of income taxes	(28,880)	(21,818)	(56,447)
Net income	$ 143,419	$ 155,709	$ 111,783

[1] The difference between Segment Revenue and Segment Adjusted EBITDA is other segment items for each segment. Other segment items for each segment include the following: 1) cost of sales, inclusive of intersegment amounts and exclusive of depreciation and mark-to-market activity as defined above; 2) selling, marketing, general and administrative expenses, exclusive of depreciation, amortization, and extraordinary restructuring and legal costs; 3) gain on asset sales for disposals of property, plant and equipment that do not qualify as assets held for sale or actively marketed property; 4) impairment and asset write-downs of property, plant and equipment that are not extraordinary in nature; 5) other income (expense), exclusive of mark-to-market activity as defined above; 6) interest income; and 7) equity method earnings, exclusive of the Company's share of depreciation, amortization, income taxes, interest and other items. Other segment items are not regularly provided to and not regularly reviewed by the CODM. The CODM uses budgeted, forecasted and consolidated expense information when reviewing performance. In the years ended December 31, 2024, December 31, 2023 and December 31, 2022, Fresh Fruit other segment items were $3.1 billion, $2.9 billion and $2.8 billion, respectively. In the years ended December 31, 2024, December 31, 2023 and December 31, 2022, Diversified Fresh Produce – EMEA

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other segment items were $3.5 billion, $3.3 billion and $3.0 billion, respectively. In the years ended December 31, 2024, December 31, 2023 and December 31, 2022, Diversified Fresh Produce – Americas & ROW other segment items were $1.6 billion, $1.8 billion and $1.9 billion, respectively.

Country of Domicile and Geographic Disclosures

The Company is headquartered and domiciled in Ireland. Revenue by geographic location based on the end customer for the years ended December 31, 2024, December 31, 2023 and December 31, 2022 was as follows:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
United States	$ 2,948,843	$ 3,189,105	$ 3,272,943
U.K.	938,389	858,652	782,497
Spain	686,951	659,072	615,417
Sweden	618,443	598,801	574,682
Ireland	474,745	445,395	394,981
Other	2,807,972	2,494,243	2,383,883
Total revenue, net	$ 8,475,343	$ 8,245,268	$ 8,024,403

Long-lived assets are comprised of property, plant and equipment, net. Long-lived assets by geographic location as of December 31, 2024 and December 31, 2023 were as follows:

	December 31, 2024	December 31, 2023
	(U.S. Dollars in thousands)	
Vessels and containers on-the-water or in-transit	$ 241,713	$ 191,561
Costa Rica	238,845	252,287
Chile	108,159	102,145
Honduras	104,941	106,061
United States	96,150	145,329
Ecuador	84,741	86,680
U.K.	41,562	42,637
Sweden	29,539	31,218
Czech Republic	28,983	34,051
Spain	25,555	25,344
Denmark	21,767	24,676
Ireland	20,800	23,894
Other	39,301	36,351
Total long-lived assets	$ 1,082,056	$ 1,102,234

NOTE 7 — OTHER INCOME, NET

Included in other income, net, in Dole's consolidated statements of operations were the following items:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Rental income	$ 8,011	$ 8,633	$ 11,005
Unrealized gain (loss) on foreign currency denominated borrowings	10,784	(5,467)	4,276
Realized (loss) gain on fair value hedges	(116)	639	—
Unrealized (loss) gain on fair value hedges	(1,471)	(843)	469
Non-cash realized gain on foreign currency denominated borrowings	—	—	1,029
Gain (loss) on investments	1,219	1,872	(3,835)
Non-service components of net periodic pension benefit (cost)	428	(1,721)	1,573
Gain on contingent consideration	152	91	14
Other	1,588	1,595	(3,931)
Other income, net	$ 20,595	$ 4,799	$ 10,600

NOTE 8 — RECEIVABLES AND ALLOWANCES FOR CREDIT LOSSES

Trade Receivables

Trade receivables as of December 31, 2024 and December 31, 2023 were $473.5 million and $538.2 million, net of allowances for credit losses of $19.5 million and $18.4 million, respectively. Trade receivables are also recorded net of allowances for sales deductions under the scope of ASC 606, *Revenue from Contracts with Customers.*

As a result of Dole's robust credit monitoring practices, the industry in which it operates and the nature of its customer base, the credit losses associated with trade receivables have historically not been significant in comparison to net revenue and gross trade receivables. The allowance for credit losses on trade receivables is measured on a collective pool basis, when the Company believes similar risk characteristics exist among customers. Trade receivables that do not share similar risk characteristics are evaluated on a case-by-case basis. Dole estimates expected credit losses based on ongoing monitoring of customer credit, macroeconomic indicators and historical credit losses based on customer and geographic region.

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A rollforward of the allowance for credit losses for trade receivables for the years ended December 31, 2024 and December 31, 2023 was as follows:

	Amount (U.S. Dollars in thousands)
Balance as of December 31, 2022	$ (18,001)
Additional provisions in the period	(10,500)
Recoveries of amounts previously reserved	8,497
Write-offs	3,725
Net impact from acquisitions and divestitures	(179)
Balance sheet reclassifications	(1,405)
Foreign exchange impact	(497)
Balance as of December 31, 2023	(18,360)
Net impact from acquisitions and divestitures	370
Additional provisions in the period	(13,606)
Recoveries of amounts previously reserved	8,975
Write-offs	2,515
Balance sheet reclassifications	(344)
Foreign exchange impact	957
Balance as of December 31, 2024	$ (19,493)

Dole utilizes third-party trade receivables sales arrangements to help manage its liquidity. Certain arrangements contain recourse provisions in which Dole's maximum financial loss is limited to a percentage of receivables sold under the arrangements. Dole derecognizes all sold receivables from the consolidated balance sheets, as it accounts for the transfers as sales under ASC 860, *Transfers and Servicing*.

Total facility amounts under these recourse trade receivable arrangements were $255.0 million as of December 31, 2024. Total facility amounts under other non-recourse trade receivables arrangements were $30.0 million as of December 31, 2024 and December 31, 2023. The non-recourse facilities extend indefinitely but may be cancelled at any time by Dole or the banks.

For those arrangements with recourse provisions, a recourse liability is recorded at fair value and remeasured quarterly to take into account activity during the period, as well as changes in the estimate for anticipated credit losses. Changes in the recourse liability's value attributable to revised estimates of anticipated credit losses have been and are expected to be immaterial, as the underlying receivables are short-term and do not have a high credit risk profile. The valuation of the recourse liability falls within Level 3 of the fair value hierarchy.

As of December 31, 2024, the Company had derecognized trade receivables under non-recourse facilities and facilities with recourse provisions of $21.4 million and $255.0 million, respectively. As of December 31, 2023, the Company had derecognized trade receivables under non-recourse facilities and facilities with recourse provisions of $13.2 million and $246.8 million, respectively. The carrying amount of the related recourse liability for the facilities with recourse provisions was $3.3 million and $4.8 million as of December 31, 2024 and December 31, 2023, respectively, which includes the amount related to the Fresh Vegetables division. This balance is recorded within accrued liabilities in the consolidated balance sheets.

During the years ended December 31, 2024, December 31, 2023 and December 31, 2022, the Company sold a total of $3.2 billion, $3.9 billion and $2.8 billion, respectively, of trade accounts receivables under these programs in exchange for cash for the face value of the sold receivables. The fees associated with the sales of such receivables are recorded in interest expense in the consolidated statements of operations and were $16.3 million, $14.6 million and $5.3 million for the years ended December 31, 2024, December 31, 2023 and December 31, 2022. The Company continues to service sold receivables, and the fair value of any resulting servicing liability is immaterial.

Fresh Vegetables currently sells its trade receivables under the facility with recourse provisions. The amounts disclosed include trade receivables sold in the Fresh Vegetables division. As of December 31, 2024 and December 31, 2023, total Fresh Vegetables receivables sold under the facility with recourse provisions was $62.2 million and $62.4 million, respectively. Upon exiting the Fresh Vegetables business, Fresh Vegetables' position under the facility will be settled.

Grower Advances

Dole makes cash advances and materials advances to third-party growers for various production needs, including labor, fertilization, irrigation, pruning and harvesting costs, and additionally incurs other supply chain costs on behalf of third-party growers that are recorded as grower advance receivables. Some of these advances are secured by collateral owned by the growers.

Grower advances are categorized as either working capital advances or term advances. Working capital advances are made to the growers during a normal seasonal growing cycle to support operational working capital needs. These advances are short-term in nature and are intended to be repaid with excess cash proceeds from the current crop harvest. Short-term grower loans and advances, whether secured or unsecured, are classified as grower advance receivables, net, in the consolidated balance sheets.

Term advances are made to support longer-term grower investments. These advances are long-term in nature, are typically secured by long-term grower assets and usually involve a long-term supply agreement for the marketing of fruit. These advances typically have structured repayment terms which are payable over the term of the advance or supply agreement with excess cash proceeds from the crop harvest, after payment of any outstanding working capital advances. The term of supply agreements and term advances is generally one to ten years. The current portion of term advances is classified as grower advance receivables, net, and the non-current portion of term advances is classified as other assets in the consolidated balance sheets.

Both working capital advances and term advances may bear interest. Accrued interest on these arrangements has not historically been significant to the financial statements.

The following table summarizes growers advances as of December 31, 2024 and December 31, 2023 based on whether the advances are secured or unsecured:

	December 31, 2024		December 31, 2023	
	Short-Term	Long-Term	Short-Term	Long-Term
	(U.S. Dollars in thousands)			
Secured gross advances to growers and suppliers	$ 54,864	$ 22,762	$ 67,104	$ 13,197
Allowance for secured advances to growers and suppliers	(13,217)	(3,282)	(11,416)	(1,317)
Unsecured gross advances to growers and suppliers	79,396	5,792	62,693	6,391
Allowance for unsecured advances to growers and suppliers	(16,087)	(4,463)	(8,423)	(4,375)
Net advances to growers and suppliers	$ 104,956	$ 20,809	$ 109,958	$ 13,896

Of the $125.8 million and $123.9 million of net advances to growers and suppliers as of December 31, 2024 and December 31, 2023, respectively, $12.6 million and $21.0 million was considered past due.

A rollforward of the allowance for expected credit losses related to grower advances for the years ended December 31, 2024 and December 31, 2023 was as follows:

	Amount (U.S. Dollars in thousands)
Balance as of December 31, 2022	$ (18,964)
Additional provisions in the period	(12,222)
Recoveries of amounts previously reserved	1,401
Write-offs	5,398
Balance sheet reclassifications	(1,161)
Foreign exchange impact	17
Balance as of December 31, 2023	(25,531)
Net impact from acquisitions and divestitures	2,174
Additional provisions in the period	(19,028)
Recoveries of amounts previously reserved	4,766
Write-offs	39
Balance sheet reclassifications	452
Foreign exchange impact	79
Balance as of December 31, 2024	$ (37,049)

Other Receivables

Other receivables, net, are recognized at net realizable value, which reflects the net amount expected to be collected. Current and non-current balances of other receivables are included in other receivables, net, and other assets, respectively, in the consolidated balance sheets. Other receivables primarily comprise VAT receivables, hedging receivables. other receivables from government and tax authorities and non-trade receivables from customers, suppliers and other third parties. Based on the nature of these agreements, the timing of collection is dependent on many factors, including government legislation and the timing of settlement of the contract or arrangement.

Other receivables as of December 31, 2024 and December 31, 2023 were $143.1 million and $138.4 million, net of allowances for credit losses of $19.8 million and $17.8 million, respectively. Of these amounts outstanding, VAT receivables represent $39.6 million and $43.1 million, net of allowances of $13.9 million and $11.7 million, respectively. VAT receivables are primarily related to purchases by production units and are refunded by certain taxing authorities. As of December 31, 2024 and December 31, 2023, the allowance related to non-trade receivables from customers, suppliers and other third parties was not significant.

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NOTE 9 — INCOME TAXES

The following table presents income tax expense (benefit) by selected jurisdiction for each of the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Current tax expense (benefit):			
Ireland	$ 657	$ (92)	$ 1,132
U.S.	25,847	18,884	(27,808)
Foreign - excluding the U.S. and Ireland	66,733	37,399	32,134
	93,237	56,191	5,458
Deferred tax expense (benefit):			
Ireland	163	(235)	(115)
U.S.	(5,916)	(4,562)	(8,916)
Foreign - excluding the U.S. and Ireland	(11,835)	(7,803)	(22,030)
	(17,588)	(12,600)	(31,061)
	$ 75,649	$ 43,591	$ (25,603)

Income (loss) from continuing operations before income taxes and equity earnings consisted of the following:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Ireland	$ 120	$ (13,119)	$ 536
U.S.	37,856	41,798	(20,188)
Foreign - excluding the U.S. and Ireland	201,664	177,248	155,553
	$ 239,640	$ 205,927	$ 135,901

The differences between the reported income tax expense (benefit) and income tax expense (benefit) computed at the Irish statutory income tax rate of 12.5%, the trading income tax rate of the Company's country of domicile, for the years ended December 31, 2024, December 31, 2023 and December 31, 2022, are explained in the following reconciliation:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Expense (benefit) computed at the Irish statutory rate of 12.5%	$ 29,955	$ 25,741	$ 16,987
Effects of:			
Foreign income taxed at different rates	35,969	26,471	3,057
Nondeductible goodwill impairment	4,526	—	—
Foreign currency remeasurement effects	(2,512)	(7,632)	(2,564)
Change in valuation allowances	(7,961)	(15,366)	5,183
Expenses not deductible for income tax purposes	7,289	3,393	2,669
Income not taxable	(1,179)	(1,962)	(4,238)
Interest expense not deductible for income tax purposes	830	—	1,659
Changes in unrecognized tax benefits, net of indirect effects	5,123	(2,349)	(37,763)
Recognition of deferred tax assets in respect of prior periods	—	—	(4,523)
Changes in estimates made in respect of prior periods	3,609	15,307	(6,054)
Other items	—	(12)	(16)
Income tax expense (benefit)	$ 75,649	$ 43,591	$ (25,603)

Included in changes in estimates made in respect of prior periods are adjustments to deferred tax assets for foreign net operating loss carryforwards of $3.1 million income tax expense, offset by an $3.1 million reduction in the valuation allowance included within the change in valuation allowance row.

Deferred tax (benefit) recognized directly in other comprehensive income (loss) was as follows:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Pension and postretirement benefits	$ (4,527)	$ (3,549)	$ (4,847)
Derivatives	(578)	(5,213)	(10,598)
Equity method investments	—	138	(138)
Total deferred tax expense recognized in other comprehensive income (loss)	$ (5,105)	$ (8,624)	$ (15,583)

The following table provides details of the principal components of our deferred tax assets and liabilities as of December 31, 2024 and December 31, 2023:

	December 31, 2024	December 31, 2023
Deferred tax assets:	(U.S. Dollars in thousands)	
Other intangible assets	$ 1,154	$ 1,567
Property, plant and equipment	37,652	41,788
Operating leases	47,586	55,853
Accounts payable and accrued liabilities	30,503	21,356
Pension and postretirement benefits	27,222	26,186
Operating loss carry-forwards	121,788	116,937
Tax credit carry-forwards	1,904	1,697
Investments in unconsolidated affiliates	980	1,416
Other	18,817	19,971
Total deferred tax assets	287,606	286,771
Valuation allowances	(64,424)	(75,462)
Offset against deferred tax liabilities	(140,698)	(144,824)
Total deferred tax assets, net	$ 82,484	$ 66,485
Deferred tax liabilities:		
Other intangible assets	$ 6,692	$ 14,580
DOLE brand	76,570	76,570
Property, plant and equipment	71,600	74,326
Operating lease right-of-use assets	46,997	54,698
Accounts payable and accrued liabilities	4,294	3,215
Pension and postretirement benefits	5,923	7,226
Investments in unconsolidated affiliates	152	714
Other	8,068	6,148
Total deferred tax liabilities	220,296	237,477
Offset against deferred tax assets	(140,698)	(144,824)
Total deferred tax liabilities, net	$ 79,598	$ 92,653

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As of December 31, 2024, Dole had approximately $1.0 billion of operating loss carryforwards expiring as follows:

	Ireland	U.S.	Foreign (excluding U.S. and Ireland)	Total
		(U.S. Dollars in thousands)		
2025	$ —	$ 34,384	$ 10	$ 34,394
2026	—	19,340	—	19,340
2027	—	26,295	1,516	27,811
2028	—	23,167	2,890	26,057
2029	—	27,300	10,001	37,301
2030-2045	—	441,087	4,370	445,457
Indefinite	41,666	276,522	109,387	427,575
Total	$ 41,666	$ 848,095	$ 128,174	$ 1,017,935

As of December 31, 2024, U.S. state tax credit carryforwards of $0.5 million include $0.5 million which will expire between 2025 and 2029. In addition, Dole has $1.5 million of U.S. federal foreign tax credit carryforwards. If unused, $0.7 million will expire in 2029, $0.3 million will expire in 2032, $0.1 million will expire in 2033, $0.1 million will expire in 2034 and $0.3 million will expire in 2035.

The following table presents the movement in the valuation allowance for the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

	Amount (U.S. Dollars in thousands)
Balance as of December 31, 2021	$ 87,966
Changes on acquisition/disposal	(723)
Increase recognized in the income statement	7,675
Decrease recognized in the income statement	(2,492)
Changes in other comprehensive income	(234)
Translation adjustments	(1,247)
Balance as of December 31, 2022	90,945
Increase recognized in the income statement	8,036
Decrease recognized in the income statement	(23,402)
Translation adjustments	(117)
Balance as of December 31, 2023	75,462
Increase recognized in the income statement	1,156
Decrease recognized in the income statement	(9,117)
Translation adjustments	(3,077)
Balance as of December 31, 2024	$ 64,424

The valuation allowance decreased by $11.0 million in the year ended December 31, 2024 and by $15.5 million in the year ended December 31, 2023. The 2024 decrease includes a net decrease of $8.0 million recognized in the consolidated statements of operations and $3.1 million decrease of exchange rate translation adjustments.

Dole is an Irish holding company that operates a significant number of foreign subsidiaries. As of December 31, 2024, the Company had not recognized a deferred tax liability on approximately $653.9 million of undistributed earnings for certain foreign subsidiaries, because these earnings are intended to be indefinitely reinvested. If such earnings were distributed, some countries may impose additional taxes. The unrecognized deferred tax liability (the amount payable if distributed) is approximately $65.1 million. Dole recognizes deferred tax assets on potential foreign tax credits expected to be generated by the repatriation of undistributed earnings only when the repatriation has occurred or is apparent to occur in the foreseeable future.

A reconciliation of the beginning and ending amount of unrecognized tax benefits (excluding interest and penalties) is as follows:

	Amount (U.S. Dollars in thousands)
Balance as of December 31, 2021	$ 48,081
Settlements	(1,047)
Decreases due to lapse of statute of limitations	(35,694)
Translation adjustments	(607)
Balance as of December 31, 2022	10,733
Decreases due to lapse of statute of limitations	(2,952)
Translation adjustments	212
Balance as of December 31, 2023	7,993
Increases due to tax positions taken in the current year	5,488
Decreases due to lapse of statute of limitations	(2,992)
Translation adjustments	(267)
Balance as of December 31, 2024	$ 10,222

The total of unrecognized tax benefits was $10.2 million and $8.0 million as of December 31, 2024 and December 31, 2023, respectively. If recognized, it is estimated that Dole's effective tax rate would be affected by additional income tax benefit of $8.9 million and $5.5 million as of December 31, 2024 and December 31, 2023, respectively. At this time, Dole believes that it is reasonably possible that the total amount of unrecognized tax benefits could decrease within the next twelve months by approximately $3.3 million as a result of the lapse of the statute of limitations. The Company recognizes interest and penalties related to income taxes within income tax expense in the income statement. Dole recognized an expense of $1.6 million for interest and penalties for the year ended December 31, 2024, and a benefit $0.4 million and $4.4 million, for the years ended December 31, 2023 and December 31, 2022, respectively. A liability was recognized for accrued interest and penalties of $5.5 million and $4.0 million as of December 31, 2024 and December 31, 2023, respectively.

The tax years 2021 to 2024 remain subject to examination by taxing authorities in the United States. The tax years 2020 to 2024 remain subject to examination by taxing authorities in the U.K. The tax years 2020 to 2024 remain subject to examination by taxing authorities in Ireland, Costa Rica, Ecuador, Germany and Guatemala. The tax years 2019 to 2024 remain subject to examination by taxing authorities in Sweden and Denmark.

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NOTE 10 — DETAILS OF ACCRUED LIABILITIES

Included in accrued liabilities in Dole's consolidated balances sheets were the following items:

	December 31, 2024	December 31, 2023
	(U.S. Dollars in thousands)	
Amounts due to growers	$ 197,745	$ 124,928
Employee-related costs and benefits	105,823	97,081
Sales, marketing and advertising	11,480	16,766
Shipping related costs	45,153	28,305
Materials and supplies	12,529	14,627
Accrued interest	3,520	3,415
Deferred income	2,166	2,375
Accrued capital expenditures	2,711	1,465
Professional services	7,371	8,551
Accrued rent	1,690	1,301
Hedging liability	2,188	7,004
Recourse liability	3,104	4,282
Miscellaneous other accrued liabilities	41,537	47,327
Total accrued liabilities	$ 437,017	$ 357,427

NOTE 11 — ASSETS HELD-FOR-SALE AND ACTIVELY MARKETED PROPERTY

Dole continuously reviews its assets in order to identify those assets that do not meet Dole's future strategic direction or internal economic return criteria. As a result of this review, Dole has identified and is in the process of selling certain assets which are classified as either held-for-sale or actively marketed property. The assets that have been identified are available for sale in their present condition and an active program is underway to sell the properties. For property classified as held-for-sale, their sale is anticipated to occur during the ensuing year, while the timing of the sale of property specifically classified as actively marketed is uncertain.

Assets held-for-sale

As of December 31, 2024 and December 31, 2023, assets held for sale were $1.4 million and $1.8 million, respectively, of property, plant and equipment. There were no liabilities held for sale as of December 31, 2024 and December 31, 2023. During the year ended December 31, 2024, Dole approved and committed to selling equipment in Chile in the Diversified Fresh Produce – Americas & ROW reportable segment and Spain in the Diversified Fresh Produce – EMEA reportable segment, with total net book values of $0.6 million and $0.1 million, respectively. During the year ended December 31, 2023, Dole approved and committed to sell two vessels and a number of properties in Latin America in the Fresh Fruit reportable segment, two properties in the U.S. in the Diversified Fresh Produce – Americas & ROW reportable segment, one property in Ireland in the Diversified Fresh Produce – EMEA reportable segment and certain assets in the U.S. that are excluded from the Vegetables exit process. As a result, assets with total net book values of $1.1 million, $3.2 million, $0.2 million and $6.9 million, respectively, were transferred to assets held for sale.

In the year ended December 31, 2024, Dole sold assets in the Diversified Fresh Produce – EMEA reportable segment and Diversified Fresh Produce – Americas & ROW reportable segment, with a total net book value of $1.1 million, at a gain of $0.1 million. In the year ended December 31, 2023, Dole sold the two vessels and properties in Latin in the Fresh Fruit reportable segment, three properties in the U.S. in the Diversified Fresh Produce – Americas & ROW reportable segment and the assets in the U.S. that are excluded from the Vegetables exit process, with a total net book value of $10.0 million, at a total gain of $20.8 million. In the year ended December 31, 2022, Dole sold two buildings in Europe in the Diversified Fresh Produce – EMEA reportable segment, with a total net book value of $2.8 million, at a total gain of $7.8 million.

A rollforward of assets held-for-sale for the years ended December 31, 2024 and December 31, 2023 in the consolidated balance sheets was as follows:

	Amount (U.S. Dollars in thousands)
Balance as of December 31, 2022	$ 645
Additions	11,315
Other	(150)
Sales	(9,978)
Balance as of December 31, 2023	1,832
Additions	671
Sales	(1,069)
Other	(15)
Balance as of December 31, 2024	$ 1,419

Actively marketed property

As of December 31, 2024 and December 31, 2023, actively marketed property was $45.8 million and $13.8 million, respectively, and consisted entirely of land in Hawaii in the Fresh Fruit reportable segment with total reclassifications from land into actively marketed property of $32.0 million in the year ended December 31, 2024. In the year ended December 31, 2024, no actively marketed property was sold. In the years ended December 31, 2023 and December 31, 2022, Dole sold actively marketed Hawaii land, with net book values of $17.2 million and $20.7 million, respectively, at total gains of $31.7 million and $2.5 million, respectively.

A rollforward of actively marketed property for the years ended December 31, 2024 and December 31, 2023 in the consolidated balance sheets was as follows:

	Amount (U.S. Dollars in thousands)
Balance as of December 31, 2022	$ 31,007
Land sales	(17,226)
Balance as of December 31, 2023	13,781
Land additions from property, plant and equipment	31,997
Balance as of December 31, 2024	$ 45,778

NOTE 12 — PROPERTY, PLANT AND EQUIPMENT

Major classes of property, plant and equipment were as follows:

	December 31, 2024	December 31, 2023
	(U.S. Dollars in thousands)	
Land and land improvements	$ 515,622	$ 548,847
Buildings and leasehold improvements	305,814	300,258
Machinery and equipment	334,849	328,006
Computer software	76,697	76,997
Vessels and containers	206,174	195,218
Machinery and equipment and vessel containers under finance leases	100,116	47,209
Construction in progress	41,679	50,474
Property, plant and equipment, gross	1,580,951	1,547,009
Accumulated depreciation	(498,895)	(444,775)
Property, plant and equipment, net	$ 1,082,056	$ 1,102,234

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Depreciation is computed using the straight-line method over the estimated useful lives of the assets as follows:

	Years
Land improvements	1 to 30
Buildings and leasehold improvements*	2 to 50
Machinery and equipment	1 to 25
Computer software	2 to 10
Vessels and containers	1 to 30
Machinery and equipment and vessel containers under finance leases	Shorter of lease term or useful life

*Leasehold improvements are depreciated using the shorter of the useful life or life of the lease.

Depreciation expense on property, plant and equipment totaled $91.3 million, $94.0 million and $98.7 million for the years ended December 31, 2024, December 31, 2023 and December 31, 2022, respectively, excluding pineapple bearer plants. During the year ended December 31, 2022, Dole incurred an incremental depreciation $41.1 million, related to pineapple bearer plants that were brought to fair value in conjunction with acquisitions, that was recognized in cost of sales in the consolidated statements of operations. Interest expense capitalized into property, plant and equipment was not material for the years ended December 31, 2024, December 31, 2023 and December 31, 2022.

NOTE 13 — GOODWILL AND INTANGIBLE ASSETS

The gross balance of goodwill was $477.4 million, with accumulated impairment losses of $47.8 million, as of December 31, 2024 and $525.2 million, with accumulated impairment losses of $11.9 million, as of December 31, 2023.

A rollforward of goodwill by reportable segment for the years ended December 31, 2024 and December 31, 2023, was as follows:

	Fresh Fruit	Diversified Fresh Produce - EMEA	Diversified Fresh Produce - Americas & ROW	Total
		(U.S. Dollars in thousands)		
Balance as of December 31, 2022	$ 273,275	$ 135,625	$ 88,553	$ 497,453
Additions	—	9,926	—	9,926
Foreign currency and other	—	5,725	208	5,933
Balance as of December 31, 2023	273,275	151,276	88,761	513,312
Acquisitions	—	662	—	662
Disposals	—	—	(35,956)	(35,956)
Impairment charge	—	—	(36,684)	(36,684)
Foreign exchange impact	—	(11,030)	(714)	(11,744)
Balance as of December 31, 2024	$ 273,275	$ 140,908	$ 15,407	$ 429,590

See Note 4 "Acquisitions and Divestitures" for additional detail on the Progressive Transaction.

Details of Dole's intangible assets as of December 31, 2024 were as follows:

	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
	(U.S. Dollars in thousands)		
DOLE brand	$ 306,280	$ —	$ 306,280
Water rights	4,051	—	4,051
Supplier relationships	23,682	(20,172)	3,510
Customer relationships	109,775	(93,219)	16,556
Other	6,686	(5,565)	1,121
	$ 450,474	$ (118,956)	$ 331,518

Details of Dole's intangible assets as of December 31, 2023 were as follows:

	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
	(U.S. Dollars in thousands)		
DOLE brand	$ 306,280	$ —	$ 306,280
Water rights	4,068	—	4,068
Supplier relationships	28,485	(22,315)	6,170
Customer relationships	129,673	(103,118)	26,555
Other	13,426	(8,987)	4,439
	$ 481,932	$ (134,420)	$ 347,512

A rollforward of intangible assets, excluding goodwill, for the years ended December 31, 2024 and December 31, 2023 was as follows:

	Amount
	(U.S. Dollars in thousands)
Balance as of December 31, 2022	$ 357,270
Additions	20
Amortization	(10,198)
Foreign exchange impact and other	420
Balance as of December 31, 2023	347,512
Additions	414
Disposals	(8,047)
Amortization	(7,556)
Foreign exchange impact and other	(805)
Balance as of December 31, 2024	$ 331,518

Amortization expense for definite-lived intangible assets was $7.6 million, $10.2 million and $10.9 million for the years ended December 31, 2024, December 31, 2023 and December 31, 2022, respectively.

As of December 31, 2024, the estimated amortization expense associated with Dole's intangible assets for each of the next five fiscal years was as follows:

	Amount
	(U.S. Dollars in thousands)
2025	$ 5,919
2026	5,401
2027	4,120
2028	3,883
2029	1,505
Thereafter	359
Total	$ 21,187

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Dole evaluates goodwill and other indefinite-lived intangible assets for impairment annually during the fourth quarter, or more frequently if an event occurs or circumstances change that would indicate that an impairment may exist. On February 27, 2024, Dole entered into a definitive agreement with PTF Holdings to which Dole agreed to sell its 65.0% stake in the Progressive Produce business to PTF Holdings for gross proceeds of $120.3 million in cash. On March 13, 2024, Dole completed the Progressive Transaction, and the Company concluded that the Progressive Transaction was a triggering event for the Diversified Fresh Produce – Americas & ROW reporting unit. As a result of the sale, $36.0 million of goodwill was allocated to the Progressive Produce business and was included within the carrying amount of the net assets sold. To determine the fair value of the remaining Diversified Fresh Produce – Americas & ROW reporting unit as of March 31, 2024, the Company utilized the income approach to estimate the reporting unit's projected long-term performance. Level 3 inputs were utilized within the quantitative analysis. Based on the results of the analysis, the Company recorded a goodwill impairment charge of $36.7 million in March 2024.

During fiscal year 2024, the Company performed a quantitative assessment of goodwill and the DOLE brand indefinite-lived intangible asset in conjunction with the annual impairment assessment. As of the October 1, 2024 testing date, two of Dole's reporting units with allocated goodwill was considered at risk of future impairment. The fair value of the Fresh Fruit and Diversified Fresh Produce – Americas & ROW reporting units were approximately 10% and 8% above their carrying amounts, respectively. The fair value of the Diversified Fresh Produce – EMEA reporting unit and the DOLE brand were sufficiently above their carrying amounts. Unfavorable changes to key assumptions, market conditions, and macroeconomic circumstances could result in future impairment. There was no impairment of goodwill or intangible assets recorded for the years ended December 31, 2023 and December 31, 2022.

NOTE 14 — DEBT

Short-term borrowings, bank overdrafts and long-term debt consisted of the following:

	December 31, 2024	December 31, 2023
	(U.S. Dollars in thousands)	
Revolving Credit Facility	$ 18,999	$ 89,750
Term Loan A and Term Loan B	703,700	810,975
Vessel financing loans	60,068	74,774
Other long-term financing arrangements	64,201	34,895
Other revolving credit facilities, at a weighted average interest rate of 5.6% as of December 31, 2024 (6.5% as of December 31, 2023)	34,717	38,770
Bank overdrafts	11,443	11,488
Finance lease obligations, at a weighted average interest rate of 5.5% as of December 31, 2024 (4.2% as of December 31, 2023)	74,018	33,184
Total debt, gross	967,146	1,093,836
Unamortized debt discounts and debt issuance costs	(9,531)	(14,395)
Total debt, net	957,615	1,079,441
Current maturities, net of unamortized debt discounts and debt issuance costs	(80,097)	(222,940)
Bank overdrafts	(11,443)	(11,488)
Long-term debt, net	$ 866,075	$ 845,013

Term Loan and Revolving Credit Facility

Under the terms of the Credit Agreement entered into on March 26, 2021 (as amended from time to time), the Company has a senior secured revolving credit facility (the "Revolving Credit Facility") in place which provides for borrowings of up to $600.0 million and two term loan facilities ("Term Loan A" and "Term Loan B") which provided for borrowings of $300.0 million and $540.0 million, respectively.

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In June 2023, the Company amended the Credit Agreement to replace the U.S. dollar LIBOR benchmark rate with SOFR plus a spread. U.S. dollar borrowings under the Revolving Credit Facility refer to SOFR as the benchmark rate plus an adjustment of 0.10%. U.S. dollar borrowings under the Term Loan A refer to SOFR as the benchmark rate plus a spread adjustment of 0.10%. For Term Loan B borrowings, the Company elected to adopt the LIBOR fallback provisions and replaced LIBOR with SOFR as the benchmark rate plus a spread adjustment that varies from 0.11% to 0.72%, depending on the tenor of the borrowing.

Interest under the Revolving Credit Facility and Term Loan A is payable, at the option of Dole, either at (i) SOFR plus 0.10%, or the respective benchmark rate depending on the currency of the loan, plus 1.00% to 2.75%, with a benchmark floor of 0.00% or (ii) a base rate plus 0.00% to 1.75%, in each case, to be determined based on credit ratings and the Company's total net leverage ratio. Interest under Term Loan B is payable, at the option of Dole, either at (i) SOFR plus the applicable credit spread adjustment, or the respective benchmark rate depending on the currency of the loan, plus 2.00% to 2.25%, with a benchmark floor of 0.00% or (ii) a base rate plus 1.00% to 1.25%, in each case, to be determined based on credit ratings. As discussed in Note 17 "Derivative Financial Instruments", the Company enters into interest rate swap arrangements to convert a portion of the Credit Agreement's variable rate debt to fixed rate debt.

On April 25, 2024, Dole voluntarily prepaid $100.0 million of its Term Loan A and Term Loan B facilities with proceeds from the sale of the Progressive Produce business. As a result of this voluntary repayment, principal payments under Term Loan A are no longer due quarterly, and the remaining principal balance is due on the maturity date of August 3, 2026.

Principal payments of $1.4 million under Term Loan B are due quarterly until maturity, with the remaining balance due on the maturity date of August 3, 2028. Under the terms of the Credit Agreement, the Company may be required to use a portion of the proceeds from the Vegetables exit process to make a prepayment on Term Loan A and Term Loan B. As of December 31, 2024, it is estimated that there will be no minimum prepayment associated with the Vegetables exit process. As the terms of alternative transactions develop, the estimated minimum prepayment may change. The Revolving Credit Facility has an expiration date of August 3, 2026.

As of December 31, 2024, amounts outstanding under Term Loan A and Term Loan B were $703.7 million, in the aggregate, and borrowings under the Revolving Credit Facility were $19.0 million. After taking into account $5.8 million of related outstanding letters of credit, Dole had $575.2 million available for cash borrowings under the Revolving Credit Facility as of December 31, 2024. As of December 31, 2023, amounts outstanding under Term Loan A and Term Loan B were $811.0 million, in the aggregate, and borrowings under the Revolving Credit Facility were $89.8 million. After taking into account $5.9 million of related outstanding letters of credit, Dole had $504.3 million available for cash borrowings under the Revolving Credit Facility as of December 31, 2023.

Borrowings under the Credit Agreement are secured by substantially all of the Company's material U.S. assets of wholly owned subsidiaries, certain European assets and by the equity interests of substantially all Dole subsidiaries located in the U.S. and certain subsidiaries located in Europe.

Vessel Financing Loans

On December 11, 2015, Dole entered into three secured loan agreements ("first vessel facility") of up to $111.0 million, in the aggregate, to finance a portion of the acquisition costs of three new vessels. The first vessel facility consists of three tranches, each tied to a specific vessel, which allowed the Company to borrow up to 70%, or $37.0 million, of the contract cost of each vessel, collateralized by the completed vessel. Principal and interest payments are due quarterly in arrears for 48 consecutive installments. The first vessel facility bears interest at a rate per annum equal to SOFR plus a spread adjustment that varies from 0.11% to 0.72%, depending on the tenor of the borrowing, plus 2.00% to 3.25% and will mature on May 18, 2028. As of December 31, 2024 and December 31, 2023, Dole's borrowings under the first vessel facility were $30.1 million and $39.3 million, respectively.

On October 30, 2020, Dole entered into two additional secured loan agreements ("second vessel facility") of $49.1 million, in the aggregate, to finance a portion of the acquisition costs of two new vessels, which were delivered in 2021. Each agreement was tied to a specific vessel which allowed Dole to borrow 60%, or $24.5 million, of the contract cost of each vessel, collateralized by the completed vessel. On January 14, 2021 and April 7, 2021, the first and second loans were funded for $24.5 million each and mature on January 14, 2030 and April 7, 2030, respectively. The second vessel facility bears interest at a rate per annum equal to SOFR plus a spread adjustment of 0.10%, plus 3.25% and principal and interest payments are due semi-annually in arrears for 18 consecutive installments. As of December 31, 2024 and December 31, 2023, Dole's borrowings under the second vessel facility were $30.0 million and $35.5 million, respectively.

Other Financing Arrangements

Dole's other financing arrangements consist of a number of loan agreements entered into to finance other capital expenditures and working capital requirements.

On October 7, 2024, certain subsidiaries located in Honduras entered into an unsecured financing arrangement of $38.5 million in the aggregate. The arrangement provide for 10 year loans with principle and interest payments due monthly in arrears. The facilities bear interest at a fixed rate per annum equal to 8.90% for the first year, and a variable rate of SOFR plus 3.50% thereafter, with a floor rate of 8.00% per annum. The arrangements will mature on September 30, 2034. As of December 31, 2024, borrowings under the facility were $37.9 million.

As of December 31, 2024 and December 31, 2023, the Company had $12.9 million and $17.9 million, respectively, in other financing arrangements outstanding related to secured long-term asset financing arrangements for farms in Chile and Costa Rica. The agreements provide for 10-year loans and are collateralized by the purchased farms and their related assets. The Chile farm loans, maturing in June 2026, bears interest at a rate per annum equal to SOFR plus 2.39%. Principal and interest payments are due semi-annually in arrears. The Costa Rica farm agreements consists of two financing arrangements.The first agreement, maturing in July 2026, bears interest at a rate per annum equal to SOFR plus 5.00%, adjustable annually, with a floor rate of 5.50% per annum. Interest and principal payments are due monthly in arrears. The second agreement, includes principal payments of $10.1 million that was paid in July of 2022 and $3.1 million due in July of 2031, with a single payment of $0.4 million for interest which was paid in July of 2022.

As of December 31, 2024 and December 31, 2023, the Company had $13.4 million and $17.0 million, respectively, of remaining other financing arrangements, none of which are individually significant.

Other Credit Facilities

In addition to amounts available under the Revolving Credit Facility, Dole's subsidiaries had other lines of credit and bank overdraft facilities at various local banks of $277.3 million at various local banks, of which $228.5 million was available for use as of December 31, 2024. As of December 31, 2023, there were lines of credit of $269.6 million, of which $217.2 million was available for use. These lines are primarily used to fund seasonal working capital requirements, short-term borrowings and bank guarantees. They consist of both secured and unsecured facilities, committed and uncommitted, and some are guaranteed by the Company and certain subsidiaries. The majority of Dole's other lines of credit extend indefinitely but may be cancelled at any time by Dole or the banks, and if cancelled, any outstanding amounts would be due on demand. As of December 31, 2024 and December 31, 2023, total bank overdrafts were $11.4 million and $11.5 million, respectively, and other amounts outstanding under these lines were $46.2 million and $38.8 million, respectively.

Finance Lease Obligations

As of December 31, 2024 and December 31, 2023, Dole's finance lease obligations of $74.0 million and $33.2 million, respectively, primarily relate to vessels, machinery and equipment and containers, which continue through 2033.

During the year ended December 31, 2024, the Company entered into two finance lease arrangements totaling $41.1 million for investments in two vessels that the Company had previously chartered and purchased in February of 2025. See Note 25 "Subsequent Events" for additional detail.

Covenants and Restrictions

Provisions under the credit facilities include limitations on, among other things, indebtedness, investments, liens, loans to subsidiaries, employees and third parties, the issuance of guarantees and the payment of dividends.

The credit facilities require Dole to maintain compliance with a maximum leverage ratio, which was initially set at 4.50 to 1.00 beginning December 31, 2021, with step-downs to (i) 4.25 to 1.00 for fiscal year 2022 and (ii) 4.00 to 1.00 for each fiscal year thereafter. As of December 31, 2024, Dole was in compliance with all applicable covenants.

A breach of a covenant or other provision in any debt instrument governing Dole's current or future indebtedness could result in a default under that instrument and, due to customary cross-default and cross-acceleration provisions, could result in a default under Dole's other debt instruments. Upon the occurrence of an event of default under the credit facilities or other debt instruments, the lenders or holders of such debt could elect to declare all amounts outstanding to be immediately due and payable and terminate all commitments to extend further credit. If Dole were unable to repay those amounts, the lenders could proceed against the collateral granted to them, if any, to secure the indebtedness. If the lenders under Dole's indebtedness were to accelerate the payment of the indebtedness, Dole cannot give assurance that its assets would be sufficiently liquid to repay in full its outstanding indebtedness on an accelerated basis.

Debt Discounts and Debt Issuance Costs

Debt discounts and issuance costs are amortized over the term of the debt agreement using the effective interest method. Debt discounts and issuance costs are presented as a direct reduction of debt in the consolidated balance sheets, except for those issuance costs related to revolving credit facilities and line-of-credit arrangements which are recorded as a prepaid asset in the consolidated balance sheets.

The amortization expense related to Dole's deferred debt discounts and issuance costs is recorded as interest expense in the consolidated statements of operations. For the years ended December 31, 2024, December 31, 2023 and December 31, 2022, amortization expense related to deferred debt discounts and issuance costs was $6.1 million, $5.8 million and $6.0 million, respectively. For the year ended December 31, 2024, there were incremental debt extinguishment costs of $1.6 million related to the voluntary repayment of $100.0 million.

Maturities of Current and Long-Term Debt

Stated maturities with respect to current and long-term debt, excluding finance lease obligations, as of December 31, 2024 were as follows:

	Amount (U.S. Dollars in thousands)
2025	$ 49,029
2026	323,103
2027	27,633
2028	455,444
2029	12,819
Thereafter	25,100
Total	$ 893,128

For maturities of finance lease obligations, refer to Note 16 "Leases".

NOTE 15 — EMPLOYEE BENEFIT PLANS

Dole sponsors a number of defined benefit pension plans covering certain employees worldwide. Benefits under these plans are generally based on each employee's eligible compensation and years of service, except for certain plans covering union employees, which are based on negotiated benefits. In addition to pension plans, Dole also has OPRB plans that provide certain health care and life insurance benefits for eligible retired employees.

The Company sponsors six funded defined benefit pension plans including a U.S. qualified plan and five plans outside of the U.S., two of which are based in Ireland, two are based in the U.K., and one is based in Canada. The Company had previously sponsored a Netherlands scheme which was settled in the year ended December 31, 2022. The Company also sponsors unfunded international pension plans (primarily in Latin America) and OPRB plans.

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The Company continues a strategy to de-risk its exposure to defined benefit schemes. Substantially all U.S. pension benefits were frozen on December 31, 2001. The plans in Ireland are closed to new entrants, and salaries for defined benefit purposes have been capped, with any salary increases above the cap eligible on a defined contribution basis since 2009. Starting in 2017, Enhanced Transfer Value ("ETV") programs and buy-in contracts have been initiated for certain members of the Irish plans. Under ETV programs, accumulated accrued benefits for affected members were transferred from the Irish Plans which eliminated future accrual of benefits and entitled the members to receive a transfer value above the statutory minimum amount. Bulk annuity policies (buy-in contracts) were purchased from insurers that provide payments back to the pension scheme to cover the benefits for the affected members. Under the buy-in contracts, the responsibility to pay the pension obligations still rests with the plan and the obligation is still recorded by the Company. Both of the U.K. schemes are closed to new entrants and to new accruals.

Dole's SERP is a non-qualified benefit and executive compensation plan, and Dole's ESP plan is a non-qualified deferred compensation plan. Both are funded through investments in Rabbi Trusts. See Note 18 "Fair Value Measurements" for additional detail on the measurement of these assets. Following a change of control event, Dole is obligated, under the provisions of the respective trust agreements, to contribute an amount sufficient to meet the ESP obligation for benefits earned through the change in control year and the ongoing value of the projected benefit obligation of the SERP. The assets held in the Rabbi Trusts are subject to the claims of Dole's general unsecured creditors and are not included in plan assets. As of December 31, 2024, $6.0 million of the assets was classified as short-term and included in short-term investments in the consolidated balance sheets, and $14.6 million was classified as long-term and included in long-term investments in the consolidated balance sheets. As of December 31, 2023, $5.9 million was classified as short-term and $16.0 million was classified as long-term.

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Obligations and Funded Status

The funded status of Dole's defined benefit pension plans was as follows:

	U.S. Pension Plans		International Pension Plans		OPRB Plans	
	December 31, 2024	December 31, 2023	December 31, 2024	December 31, 2023	December 31, 2024	December 31, 2023
Change in projected benefit obligation:	(U.S. Dollars in thousands)					
Benefit obligation at beginning of the year	$ 175,722	$ 181,835	$ 239,667	$ 228,147	$ 13,251	$ 13,144
Service cost	205	214	5,627	5,799	—	1
Interest cost	8,395	8,923	11,773	11,730	714	693
Net actuarial loss (gain)	3,338	4,802	(1,856)	8,482	1,944	2,146
Curtailments, settlements and terminations, net	—	—	(6,148)	(10,033)	—	—
Employee contributions	—	—	117	182	—	—
Benefits paid	(18,994)	(20,052)	(12,066)	(10,891)	(2,920)	(2,733)
Foreign exchange impact and other	—	—	(7,067)	6,251	—	—
Benefit obligation at end of the year	$ 168,666	$ 175,722	$ 230,047	$ 239,667	$ 12,989	$ 13,251
Change in plan assets:						
Fair value of plan assets at beginning of the year	$ 149,246	$ 154,206	$ 157,168	$ 147,925	$ —	$ —
Actual return on plan assets	9,612	12,311	(668)	9,722	—	—
Company contributions	3,999	2,781	13,317	15,725	2,920	2,733
Employee contributions	—	—	117	182	—	—
Benefits paid	(18,995)	(20,052)	(12,066)	(10,891)	(2,920)	(2,733)
Curtailments, settlements and terminations, net	—	—	(6,148)	(11,998)	—	—
Foreign exchange impact and other	—	—	(6,435)	6,503	—	—
Fair value of plan assets at end of the year	$ 143,862	$ 149,246	$ 145,285	$ 157,168	$ —	$ —
Funded status	$ (24,804)	$ (26,476)	$ (84,762)	$ (82,499)	$ (12,989)	$ (13,251)
Amounts recognized in the consolidated balance sheets:						
Other assets	$ —	$ —	$ 25,806	$ 16,033	$ —	$ —
Pension and postretirement benefits	(2,081)	(2,189)	(14,223)	(12,244)	(2,187)	(2,137)
Pension and postretirement benefits, less current portion	(22,723)	(24,287)	(96,345)	(86,288)	(10,802)	(11,114)
	$ (24,804)	$ (26,476)	$ (84,762)	$ (82,499)	$ (12,989)	$ (13,251)

Amounts included within accumulated other comprehensive loss (income), before tax, were as follows:

	U.S. Pension Plans			International Pension Plans			OPRB Plans		
	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2022
	(U.S. Dollars in thousands)								
Net actuarial loss (gain)	$ 30,420	$ 24,638	$ 18,341	$ 29,139	$ 20,424	$ 15,180	$ 2,804	$ 924	$ (1,531)
Prior service benefit	—	—	—	(5,725)	(5,474)	(6,285)	—	—	—
Total	$ 30,420	$ 24,638	$ 18,341	$ 23,414	$ 14,950	$ 8,895	$ 2,804	$ 924	$ (1,531)

The aggregate projected benefit obligation, accumulated benefit obligation and fair value of plan assets of plans with accumulated benefit obligations in excess of plan assets were as follows:

	December 31, 2024	December 31, 2023
	(U.S. Dollars in thousands)	
Projected benefit obligation	$ 279,260	$ 274,467
Accumulated benefit obligation	257,869	257,434
Fair value of plan assets	143,863	149,246

The aggregate projected benefit obligation, accumulated benefit obligation and fair value of plan assets of plans with projected benefit obligations in excess of plan assets were as follows:

	December 31, 2024	December 31, 2023
	(U.S. Dollars in thousands)	
Projected benefit obligation	$ 292,249	$ 287,718
Accumulated benefit obligation	257,869	257,434
Fair value of plan assets	143,863	149,246

Components of Net Periodic Benefit Cost (Income) and Other Changes Recognized in Other Comprehensive Loss (Income)

The components of net periodic benefit cost (income) and other changes recognized in other comprehensive loss (income) for Dole's U.S. and international pension plans and OPRB plans were as follows:

	U.S. Pension Plans			International Pension Plans			OPRB Plans		
	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2022
	(U.S. Dollars in thousands)								
Components of net periodic benefit cost (income):									
Service cost	$ 205	$ 214	$ 256	$ 5,627	$ 5,799	$ 4,465	$ —	$ 1	$ 3
Interest cost	8,395	8,923	4,943	11,773	11,730	8,219	714	693	443
Expected return on plan assets	(11,991)	(13,226)	(11,274)	(8,275)	(8,369)	(6,814)	—	—	—
Amortization of:									
Net (gain) loss	(65)	(580)	—	(1,339)	(2,151)	2,166	64	(309)	—
Prior service benefit	—	—	—	(638)	(639)	(618)	—	—	—
Curtailments, settlements and terminations, net	—	—	1,106	934	5,649	220	—	—	—
Other	—	—	—	—	—	36	—	—	—
Net periodic cost (income)	$ (3,456)	$ (4,669)	$ (4,969)	$ 8,082	$ 12,019	$ 7,674	$ 778	$ 385	$ 446
Other changes recognized in other comprehensive loss (income):									
Net loss (gain)	$ 5,717	$ 5,717	$ 7,330	$ 6,156	$ 3,394	$ (33,264)	$ 1,944	$ 2,146	$ (1,697)
Prior service expense (benefit)	—	—	—	—	—	1,339	—	—	—
Amortization of:									
Net gain (loss)	65	580	—	1,339	2,151	(2,166)	(64)	309	—
Prior service benefit	—	—	—	638	639	618	—	—	—
Foreign exchange impact and other	—	—	—	331	(129)	34	—	—	—
Income tax (benefit) expense	(1,634)	(1,574)	(1,781)	(2,434)	(1,307)	6,226	(459)	(622)	402
Total recognized in other comprehensive loss (income)	$ 4,148	$ 4,723	$ 5,549	$ 6,030	$ 4,748	$ (27,213)	$ 1,421	$ 1,833	$ (1,295)
Total recognized in net periodic benefit cost and other comprehensive loss (income), net of income taxes	$ 692	$ 54	$ 580	$ 14,112	$ 16,767	$ (19,539)	$ 2,199	$ 2,218	$ (849)

The Company classifies the non-service components of net periodic pension benefit cost within other income, net, in the consolidated statements of operations. Non-service components include interest costs, expected return on plan assets, amortization of net loss (gain) and prior service benefit, curtailment or settlement costs and other items.

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Assumptions

Weighted average assumptions used to determine benefit obligations were as follows:

	U.S. Pension Plans		International Pension Plans		OPRB Plans	
	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2024	Year Ended December 31, 2023
Discount rate	5.14 %	5.10%	5.66 %	5.06 %	6.03 %	5.88%
Rate of compensation increase	3.00 %	3.00%	3.37 %	3.17 %	—	—
Rate of increase in pensions	—	—	2.00 %	2.17 %	—	—

Weighted average assumptions used to determine net periodic benefit cost were as follows:

	U.S. Pension Plans			International Pension Plans			OPRB Plans		
	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2024	Year Ended December 31, 2023	Year Ended December 31, 2022
Discount rate	5.10 %	5.31%	2.62%	5.06 %	5.26 %	2.61 %	5.88 %	5.79%	3.18%
Rate of compensation increase	3.00 %	3.00%	3.00%	3.17 %	3.03 %	1.98 %	—	—	—
Rate of increase in pensions	—	—	—	2.15 %	2.07 %	1.90 %	—	—	—
Rate of return on plan assets	6.70 %	6.80%	5.10%	4.38 %	4.36 %	3.36 %	—	—	3.36%

International plan discount rates and assumed rates of increase in future compensation differ from the assumptions used for U.S. plans due to differences in the local economic conditions in the countries in which the international plans are based. No rate of compensation increase is shown for U.S. plans, because benefits under the U.S. plans are frozen, except for a group of employees whose benefits are negotiated under collective bargaining agreements. The assumption for the rate of compensation increase for these employees reflects the rate negotiated in those bargaining agreements.

The accumulated pension benefit obligation for Dole's OPRB plan was determined using the following assumed annual rate of increase in the per capita cost of covered health care benefits:

	2024	2023
Health care costs trend rate assumed for next year	7.23%	6.69%
Rate of increase to which the cost of benefits is assumed to decline (the ultimate trend rate)	4.50%	4.50%
Year that the rate reaches the ultimate trend rate	2035	2033

Plan Assets

The following is the target asset mix for Dole's pension plans, which management believes provides the optimal trade-off of diversification and long-term asset growth:

	Target Allocation
Fixed income securities	44%
Equity securities	17%
Other	39%
Total	100%

Dole's pension plan weighted average asset allocation by asset category was as follows:[1]

	Year Ended	
	December 31, 2024	December 31, 2023
Fixed income securities	43%	42%
Equity securities	17%	18%
Other	40%	40%
Total	100%	100%

[1] Certain investments are in funds measured at net asset value as presented in the fair value table below.

The plans' asset allocation includes a mix of fixed income and other investments designed to reduce volatility and equity investments designed to maintain funding ratios and long-term financial health of the plan. The equity investments are diversified across U.S. and international stocks as well as growth, value and small and large capitalization.

Dole employs a total return investment approach whereby a mix of fixed income, equity and other investments is used to maximize the long-term return of plan assets with a prudent level of risk. The objectives of this strategy are to achieve full funding of the accumulated benefit obligation and to achieve investment experience over time that will minimize pension expense volatility and minimize Dole's contributions required to maintain full funding status. Risk tolerance is established through careful consideration of plan liabilities, plan funded status and corporate financial condition. Investment risk is measured and monitored on an ongoing basis through annual liability measurements, periodic asset/liability studies and quarterly investment portfolio reviews.

Dole determines the expected return on pension plan assets based on an expectation of average annual returns over an extended period of years. Dole also considers the weighted-average historical rate of returns on investments with similar characteristics to those in which Dole's pension assets are invested.

Fair Value of Retirement Plan Assets

Dole estimates the fair value of its retirement plan assets based on current quoted market prices. In instances where quoted market prices are not readily available, the fair value of the investments is estimated by the trustee. In obtaining such data from the trustee, Dole has evaluated the methodologies used to develop the estimate of fair value in order to assess whether such valuations are representative of fair value, including net asset value. Fair values for Level 1 investments are determined based on quoted prices (unadjusted) in active markets that are accessible at the measurement date for identical assets or liabilities. For Level 2 investments, the fair values are determined using observable prices that are based on inputs not quoted on active markets but corroborated by market data. There were no identified Level 3 investments as of December 31, 2024 and December 31, 2023.

The carrying value and estimated fair values of Dole's retirement plan assets are summarized below:

	Fair Value Measurements as of December 31, 2024 Using			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
	(U.S. Dollars in thousands)			
Cash and cash equivalents	$ 10,518	$ —	$ —	$ 10,518
Fixed-income securities	25,213	100,188	—	125,401
Insurance contracts	—	29,834	—	29,834
Equity securities	29,271	15,673	—	44,944
Other	955	12,940	—	13,895
Investments measured at fair value	65,957	158,635	—	224,592
Investments measured at net asset value				64,555
Total plan assets at fair value	$ 65,957	$ 158,635	$ —	$ 289,147

	Fair Value Measurements as of December 31, 2023 Using			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
	(U.S. Dollars in thousands)			
Cash and cash equivalents	$ 7,404	$ —	$ —	$ 7,404
Fixed-income securities	23,790	111,281	—	135,071
Insurance contracts	—	34,288	—	34,288
Equity securities	34,127	17,886	—	52,013
Other	2,071	5,493	—	7,564
Investments measured at fair value	67,392	168,948	—	236,340
Investments measured at net asset value				70,074
Total plan assets at fair value	$ 67,392	$ 168,948	$ —	$ 306,414

Plan Contributions and Estimated Future Benefit Payments

During the year ended December 31, 2024, Dole contributed $1.8 million to its qualified U.S. pension plan. These contributions were made to comply with minimum funding requirements under the Internal Revenue Code without regard to interest rate stabilization. Future contributions to the U.S. pension plan in excess of the minimum funding requirement are voluntary and may change depending on Dole's operating performance or at management's discretion. Contributions and benefits paid directly by Dole related to its other U.S. and international pension and OPRB plans totaled $17.2 million during the year ended December 31, 2024.

Dole expects to make $2.2 million of contributions and $18.4 million of direct benefit payments related to its pension and OPRB plans in fiscal year 2025.

The following table presents estimated future benefit payments:

	U.S. Pension Plans	International Pension Plans	OPRB Plans
	(U.S. Dollars in thousands)		
2025	$ 19,391	$ 20,240	$ 2,187
2026	18,468	15,247	2,019
2027	17,616	15,835	1,700
2028	16,745	15,814	1,435
2029	15,861	17,931	1,358
Thereafter	65,527	82,268	4,912
Total	$ 153,608	$ 167,335	$ 13,611

Defined Contribution Plans and Other Arrangements

Dole offers defined contribution plans to eligible employees. Such employees may defer a percentage of their annual compensation in accordance with plan guidelines. Some of these plans provide for a company match that is subject to a maximum contribution as defined by the plan. Dole's contributions to its defined contribution plans totaled $19.0 million, $23.4 million and $21.4 million for the years ended December 31, 2024, December 31, 2023 and December 31, 2022, respectively.

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Dole is also party to industry-wide collective bargaining agreements that provide pension benefits. Total contributions to multi-employer defined benefit plans for eligible participants were not material for the years ended December 31, 2024, December 31, 2023, and December 31, 2022.

Dole has collective bargaining agreements with various unions covering approximately 29.7% of Dole's workforce. Of these unionized employees, 31.7% are covered under a collective bargaining agreement that will expire within one year, and the remaining 68.3% are covered under collective bargaining agreements expiring beyond the upcoming year. These agreements are subject to periodic negotiation and renewal. Failure to renew any of these collective bargaining agreements may result in a strike or work stoppage; however, management does not expect that the outcome of these negotiations and renewals will have a material adverse impact on Dole's financial condition or results of operations.

NOTE 16 — LEASES

Lease Position

The following tables present the lease-related assets and liabilities recorded in the consolidated balance sheets:

	Lease-related assets as of December 31, 2024		Lease-related assets as of December 31, 2023	
	Operating lease right-of-use assets	Property, plant & equipment, net	Operating lease right-of-use assets	Property, plant & equipment, net
	(U.S. Dollars in thousands)			
Operating leases	$ 337,468	$ —	$ 340,458	$ —
Finance leases	—	76,257	—	31,618
	$ 337,468	$ 76,257	$ 340,458	$ 31,618

	Lease-related liabilities as of December 31, 2024			
	Current maturities of operating leases	Operating leases, less current maturities	Current portion of long-term debt, net	Long-term debt, net
	(U.S. Dollars in thousands)			
Operating leases	$ 62,896	$ 280,836	$ —	$ —
Finance leases	—	—	45,229	28,789
	$ 62,896	$ 280,836	$ 45,229	$ 28,789

	Lease-related liabilities as of December 31, 2023			
	Current maturities of operating leases	Operating leases, less current maturities	Current portion of long-term debt, net	Long-term debt, net
	(U.S. Dollars in thousands)			
Operating leases	$ 63,653	$ 287,991	$ —	$ —
Finance leases	—	—	7,573	25,611
	$ 63,653	$ 287,991	$ 7,573	$ 25,611

Lease Terms and Discount Rates

The weighted-average remaining lease term and discount rate for the Company's lease profile as of December 31, 2024 and December 31, 2023 was as follows:

	December 31, 2024	December 31, 2023
Weighted-average remaining lease term (in years):		
Operating leases	6.9	8.0
Finance leases	7.8	5.8

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	December 31, 2024	December 31, 2023
Weighted-average discount rate (%):		
Operating leases	5.5%	5.2%
Finance leases	5.5%	4.2%

Lease Costs

The following table presents certain information related to lease costs for finance and operating leases for the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
Finance lease costs:	(U.S. Dollars in thousands)		
Depreciation of lease assets	$ 9,096	$ 6,852	$ 9,740
Interest on lease liabilities	2,560	1,188	1,223
Operating lease costs	59,311	61,872	65,487
Short-term lease costs	28,477	21,420	14,219
Variable lease costs	8,480	12,320	17,631
Sublease income	(134)	(346)	(684)
Total lease costs	$ 107,790	$ 103,306	$ 107,616

Supplementary Cash Flow Data

The following represents the disaggregation of certain cash flow supplementary data by finance and operating lease classifications:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
Cash paid for amounts included in the measurement of lease liabilities:	(U.S. Dollars in thousands)		
Operating cash flows from finance leases	$ 2,560	$ 1,188	$ 1,223
Operating cash flows from operating leases	64,022	63,844	66,684
Financing cash flows from finance leases	13,648	7,393	8,183

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Right-of-use assets obtained in exchange for finance lease liabilities	$ 53,296	$ 9,045	$ 776
Right-of-use assets obtained in exchange for operating lease liabilities	83,434	86,907	91,063

The following table reconciles the undiscounted cash flows for each of the first five years and total remaining years to the finance and operating lease liabilities recorded on the balance sheet as of December 31, 2024:

	Finance Leases	Operating Leases
	(U.S. Dollars in thousands)	
2025	$ 46,841	$ 81,033
2026	7,301	71,168
2027	7,256	63,687
2028	7,337	45,362
2029	4,676	37,926
Thereafter	6,106	121,023
Total lease payments	79,517	420,199
Less: present value discount	(5,499)	(76,467)
	$ 74,018	$ 343,732

Related Party Lease Transactions

In the ordinary course of business, Dole enters into a number of lease agreements with related parties. During the periods presented, Dole, as a lessee, had the following lease liability balances with related parties:

	Lease-related Liabilities with Related Parties as of December 31, 2024		Lease-related Liabilities with Related Parties as of December 31, 2023	
	Current maturities of operating leases	Operating leases, less current maturities	Current maturities of operating leases	Operating leases, less current maturities
	(U.S. Dollars in thousands)			
Operating leases	$ 3,346	$ 13,916	$ 4,179	$ 18,136
Finance leases	—	—	895	—
	$ 3,346	$ 13,916	$ 5,074	$ 18,136

See Note 20 "Related Party Transactions" for revenues and expenses related to leases with related parties.

Lessor Accounting

The company leases various types of owned properties to external parties, mainly through operating lease agreements. Leasing assets to external parties is not significant to Dole's operations. Rental income recognized on agreements where Dole acted as the lessor was as follows:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
Rental income:	(U.S. Dollars in thousands)		
Other income, net	$ 8,011	$ 8,633	$ 11,005

NOTE 17 — DERIVATIVE FINANCIAL INSTRUMENTS

Dole is exposed to foreign currency exchange rate fluctuations, bunker fuel price fluctuations and interest rate changes in the normal course of its business. As part of its risk management strategy, Dole uses derivative instruments to hedge some of these exposures. Dole's objective is to offset gains and losses resulting from these exposures with losses and gains from the derivative contracts used to hedge them, thereby reducing the volatility of earnings. Dole does not hold or issue derivative financial instruments for trading or speculative purposes. The types of derivative instruments utilized by Dole are described below:

Foreign currency hedges: Dole enters into foreign currency exchange forward and option contracts to hedge exposure to changes in certain foreign currency exchange rates. Dole enters into fair value hedges to hedge foreign currency exposure of non-functional currency assets and liabilities and cash flow hedges to hedge foreign currency exposure of forecasted revenue, cost of sales and operating expenses.

Interest rate swaps: Dole enters into interest rate swaps to mitigate a significant portion of the interest rate risk associated with its variable-rate debt.

The interest rate swaps pay a fixed rate of interest at rates between 0.77% and 3.31%, with the receiving rates variable based on SOFR, which was 4.33% as of December 31, 2024. All interest rate swap arrangements are classified within the consolidated balance sheets based on ultimate maturity date of the arrangement.

Bunker fuel contracts: Dole incurs significant fuel costs from shipping products from sourcing locations to end customer markets. As a result, Dole is exposed to commodity and fuel cost risks and enters into bunker fuel contracts to hedge the risk of unfavorable fuel prices.

Hedge Accounting Election

The Company performs an analysis of its hedging portfolio at inception and on a quarterly basis. The Company uses the following criteria in evaluating derivative instruments for hedge accounting:

1. Hedged risk is eligible
2. Hedged item or transaction is eligible
3. Hedging instrument is eligible
4. Hedging relationship is highly effective
5. Designation and documentation requirements are met

Dole designates the interest rate swaps and certain foreign currency cash flow hedges for hedge accounting and records the changes in fair value of these instruments in accumulated other comprehensive loss. The changes in fair value of foreign currency fair value hedges, non-designated cash flow hedges and bunker fuel hedges are recorded in earnings.

Notional Amounts of Derivative Instruments

Dole had the following derivative instruments outstanding as of December 31, 2024:

	Aggregate Notional Amount
Foreign currency forward contracts by currency:	
United States dollar	$35.2 million
Euro	€299.8 million
British pound sterling	£10.2 million
Swedish krona	SEK106.8 million
Chilean peso	CLP$19.7 billion
Interest rate swap contract	$695.0 million

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Quantitative Disclosures

Derivatives are presented gross in the consolidated balance sheets. The following table presents the balance sheet location and fair value of the derivative instruments by type:

	Fair Value Measurements as of December 31, 2024		
	Other Receivables	Other Assets	Accrued Liabilities
	(U.S. Dollars in thousands)		
Foreign currency forward contracts:			
Cash flow hedges	$ 6,416	$ —	$ (840)
Non-designated cash flow hedges	422	—	(263)
Fair value hedges	715	—	(1,078)
Bunker fuel hedges	—	—	(7)
Interest rate swap contracts	278	24,036	—
	$ 7,831	$ 24,036	$ (2,188)

	Fair Value Measurements as of December 31, 2023		
	Other Receivables, net	Other Assets	Accrued Liabilities
	(U.S. Dollars in thousands)		
Foreign currency forward contracts:			
Cash flow hedges	$ 1,141	$ —	$ (5,543)
Non-designated cash flow hedges	140	—	(346)
Fair value hedges	607	—	(986)
Bunker fuel hedges	—	—	(129)
Interest rate swap contracts	7,305	29,868	—
	$ 9,193	$ 29,868	$ (7,004)

Refer to Note 18 "Fair Value Measurements" for the presentation of fair value instruments within the consolidated balance sheets, which includes derivative financial instruments.

The following tables represent Dole's pre-tax realized and unrealized derivative gains (losses) and respective location in the financial statements for all derivative instruments for the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

	Year Ended December 31, 2024		
	Net unrealized movements in Accumulated Other Comprehensive Loss	Cost of Sales	Other income, net
	(U.S. Dollars in thousands)		
Realized gains (losses):			
Cash flow hedges	$ —	$ 3,193	$ —
Non-designated cash flow hedges	—	(642)	—
Fair value hedges	—	1,124	(116)
Bunker fuel hedges	—	—	—
Total net realized gains (losses)	$ —	$ 3,675	$ (116)
Unrealized gains (losses):			
Cash flow hedges	$ 10,004	$ —	$ —
Non-designated cash flow hedges	—	177	—
Fair values hedges	—	1,704	(1,471)
Bunker fuel hedges	—	(7)	—
Interest rate swap contracts	(12,859)	—	—
Total net unrealized (losses) gains	$ (2,855)	$ 1,874	$ (1,471)

	Year Ended December 31, 2023		
	Net unrealized movements in Accumulated Other Comprehensive Loss	Cost of Sales	Other income, net
	(U.S. Dollars in thousands)		
Realized (losses) gains:			
Cash flow hedges	$ —	$ (8,461)	$ —
Non-designated cash flow hedges	—	1,285	—
Fair value hedges	—	—	639
Bunker fuel hedges	—	(1,020)	—
Total net realized (losses) gains	$ —	$ (8,196)	$ 639
Unrealized gains (losses):			
Cash flow hedges	$ 790	$ —	$ —
Non-designated cash flow hedges	—	(440)	—
Fair value hedges	—	—	(843)
Bunker fuel hedges	—	2,875	—
Interest rate swap contracts	(21,931)	—	—
Total net unrealized (losses) gains	$ (21,141)	$ 2,435	$ (843)

	Year Ended December 31, 2022		
	Net unrealized movements in Accumulated Other Comprehensive Loss	Cost of Sales	Other income, net
	(U.S. Dollars in thousands)		
Realized gains:			
Cash flow hedges	$ —	$ 22,546	$ —
Non-designated cash flow hedges	—	3,341	—
Bunker fuel hedges	—	2,834	—
Total net realized gains	$ —	$ 28,721	$ —
Unrealized (losses) gains:			
Cash flow hedges	$ (6,380)	$ —	$ —
Non-designated cash flow hedges	—	589	—
Fair value hedges	—	—	469
Bunker fuel hedges	—	(3,437)	—
Interest rate swap contracts	49,002	—	—
Total net unrealized gains (losses)	$ 42,622	$ (2,848)	$ 469

As of December 31, 2024, the Company expects approximately $19.9 million of deferred net gains from cash flow hedges to be reclassified from accumulated other comprehensive loss into earnings over the next 12 months. Of the $19.9 million of net deferred gains, $14.3 million relates to deferred gains on interest rate swap contracts and is expected to offset future interest expense on Term Loan A and Term Loan B, and $5.6 million relates to net deferred gains on cash flow hedges and is expected to offset future operational losses on foreign currency exchange rates. Refer to Note 21 "Stockholders' Equity" for details on reclassifications out of accumulated other comprehensive loss for the years ended December 31, 2024, December 31, 2023 and December 31, 2022.

NOTE 18 — FAIR VALUE MEASUREMENTS

The inputs used to measure fair value are based on a hierarchy that prioritizes observable and unobservable inputs used in valuation techniques. These levels, in order of highest to lowest priority, are described below:

Level 1: Quoted prices (unadjusted) in active markets that are accessible at the measurement date for identical assets or liabilities.

Level 2: Observable prices that are based on inputs not quoted on active markets but corroborated by market data.

Level 3: Unobservable inputs that are not corroborated by market data.

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Fair Value of Assets and Liabilities Measured at Fair Value on a Recurring Basis

The following tables present the fair values of the Company's assets and liabilities remeasured at fair value as of December 31, 2024 and December 31, 2023.

		Fair Value Measurements as of December 31, 2024 Using			
Balance Sheet Classification		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
		(U.S. Dollars in thousands)			
Foreign currency forward contracts:					
	Other receivables, net	$ —	$ 7,553	$ —	$ 7,553
	Accrued liabilities	—	(2,181)	—	(2,181)
Bunker fuel hedges:	Accrued liabilities	—	(7)	—	(7)
Interest rate swap contracts:					
	Other receivables, net	—	278	—	278
	Other assets	—	24,036	—	24,036
Rabbi Trust investments:					
	Short-term investments	—	—	6,019	6,019
	Long-term investments	—	—	14,630	14,630
Contingent consideration:					
	Contingent consideration	—	—	(3,399)	(3,399)
	Contingent consideration, less current portion	—	—	(4,007)	(4,007)
Total		$ —	$ 29,679	$ 13,243	$ 42,922

		Fair Value Measurements as of December 31, 2023 Using			
Balance Sheet Classification		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
		(U.S. Dollars in thousands)			
Foreign currency forward contracts:					
	Other receivables, net	$ —	$ 1,889	$ —	$ 1,889
	Accrued liabilities	—	(6,875)	—	(6,875)
Bunker fuel hedges:	Accrued liabilities	—	(129)	—	(129)
Interest rate swap contracts:					
	Other receivables, net	—	7,304	—	7,304
	Other assets	—	29,868	—	29,868
Rabbi Trust investments:					
	Short-term investments	—	—	5,899	5,899
	Long-term investments	—	—	15,970	15,970
Contingent consideration:					
	Contingent consideration	—	—	(1,788)	(1,788)
	Contingent consideration, less current portion	—	—	(7,327)	(7,327)
Total		$ —	$ 32,057	$ 12,754	$ 44,811

The table below sets forth a summary of changes in the fair value of the Level 3 investments, excluding contingent consideration and pension assets, for the years ended December 31, 2024 and December 31, 2023:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)
	(U.S. Dollars in thousands)
Balance as of December 31, 2022	$ 21,865
Net realized and unrealized losses recognized in earnings	1,872
Plan contributions	1,153
Plan distributions	(3,021)
Balance as of December 31, 2023	21,869
Net realized gains and unrealized losses recognized in earnings*	1,219
Plan contributions	262
Plan distributions	(2,701)
Balance as of December 31, 2024	$ 20,649

* Net amount comprised realized gains of $1.3 million and unrealized losses of $0.1 million recorded in other income, net, in the consolidated statements of operations.

The assets and liabilities that are required to be recorded at fair value on a recurring basis are derivative instruments, contingent consideration and Rabbi Trust investments. The fair values of the Company's derivative instruments are determined using Level 2 inputs, which are defined as "observable prices that are based on inputs not quoted on active markets but corroborated by market data." The fair values of the foreign currency forward contracts, the interest rate swaps and bunker fuel hedges were estimated using internal discounted cash flow calculations based upon forward foreign currency exchange rates, bunker fuel futures, interest rate yield curves or quotes obtained from brokers for contracts with similar terms, less any credit valuation adjustments based on Dole's own credit risk and any counterparties' credit risk.

Dole sponsors a non-qualified deferred compensation plan and a frozen non-qualified supplemental defined benefit plan for executives. The plans are funded through investments in Rabbi Trusts. Securities are recorded at fair value with realized and unrealized holding gains or losses included in earnings. As of December 31, 2024, securities totaled $20.6 million, of which $6.0 million was classified as short-term and included in short-term investments in the consolidated balance sheets, and $14.6 million was classified as long-term and included in long-term investments in the consolidated balance sheets. As of December 31, 2023, securities totaled $21.9 million of which $5.9 million was classified as short-term and $16.0 million was classified as long-term. Dole estimates the fair value of its Rabbi Trust investments using prices provided by its custodian, which are based on various third-party pricing services or valuation models developed by the underlying fund managers. The Rabbi Trust investments are held by the custodian in various Master Trust Units ("MTUs"), where the fair value is derived from the individual investment components. Each investment within the MTU is individually valued, after considering gains, losses, contributions and distributions, and the collective value of the MTU represents the total fair value. Dole has evaluated the methodologies used by the custodian to develop the estimate of fair value and assessed whether such valuations are representative of fair value, including net asset value. Dole has determined the valuations to be Level 3 inputs, because they are based upon significant unobservable inputs.

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The table below sets forth a summary of changes in the fair value of the Level 3 contingent consideration for the years ended December 31, 2024 and December 31, 2023:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)
	(U.S. Dollars in thousands)
Balance as of December 31, 2022	$ (6,813)
Additions	(3,854)
Payments	1,662
Remeasurement gain	91
Foreign exchange impact	(201)
Balance as of December 31, 2023	(9,115)
Additions	(497)
Payments	1,567
Remeasurement gain	152
Foreign exchange impact	487
Balance as of December 31, 2024	$ (7,406)

The carrying value of contingent consideration in the consolidated balance sheets approximates fair value based on the present value of the expected payments, discounted using a risk-adjusted rate. The expected payments are determined by forecasting the acquiree's earnings over the applicable period. Dole has determined the valuations are Level 3 inputs, because they are based upon significant unobservable inputs.

Fair Value of Financial Instruments

In estimating the Company's fair value disclosures for financial instruments, Dole used the following methods and assumptions:

Cash and cash equivalents: These items have carrying values reported in the consolidated balance sheets that approximate fair value due to their liquid nature, and they are classified as Level 1.

Short-term trade and grower receivables: These items have carrying values reported in the consolidated balance sheets that are net of allowances, and they are classified as Level 2.

Trade payables: These items have carrying values reported in the consolidated balance sheets that approximate fair value, and they are classified as Level 2.

Notes receivable and notes payable: These items have carrying values reported in the consolidated balance sheets that approximate fair value, and they are classified as Level 2.

Long-term grower receivables: These items have carrying values reported in the consolidated balance sheets that are net of allowances, and they are classified as Level 2.

Finance and operating leases: The carrying value of finance lease obligations reported in the consolidated balance sheets approximates fair value based on current interest rates, which contain an element of default risk. The fair value of finance lease obligations is estimated using Level 2 inputs based on quoted prices for those or similar instruments. For operating leases, Dole uses the rate implicit in the lease to discount leases payments to present value, when available. However, most leases do not provide a readily determinable implicit rate. Therefore, the Company's incremental borrowing rate is used to discount the lease payments based on information available at lease commencement.

Interest-bearing loans and borrowings: For floating rate interest-bearing loans and borrowings with a contractual repricing date of less than one year, the nominal amount is deemed to reflect fair value. For loans with repricing dates of greater than one year, fair value is calculated based on the present value of the expected future principal and interest cash flows, discounted at interest rates effective at the reporting date and adjusted for movements in credit spreads. Based on these inputs, these instruments are classified as Level 2.

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Fair Value of Debt

Dole estimates the fair value of its Term Loan A and Term Loan B based on the bid side of current quoted market prices.

The carrying value, net of debt issuance costs, and gross estimated fair value of these term loans based on Level 2 inputs in the fair value hierarchy are summarized below:

	December 31, 2024	December 31, 2023
	(U.S. Dollars in thousands)	
Carrying value, net of unamortized debt issuance costs	$ 694,362	$ 796,857
Unamortized debt issuance costs	9,338	14,118
Gross carrying value	$ 703,700	$ 810,975
Estimated fair value	$ 702,820	$ 809,961

See Note 14 "Debt" for additional detail on long-term debt instruments.

Credit Risk

The counterparties to the foreign currency exchange contracts consist of a number of major international financial institutions. Dole has established counterparty guidelines and regularly monitors its positions and the financial strength of these institutions. While counterparties to hedging contracts expose Dole to credit-related losses in the event of a counterparty's non-performance, the risk would be limited to the unrealized gains on such affected contracts. Dole does not anticipate any such losses.

NOTE 19 — CONTINGENCIES

Guarantees and Other Contingencies

Dole provides guarantees for obligations of subsidiaries to third parties directly and indirectly through letters of credit from its revolving credit facilities, guarantees issued by major banking institutions and surety bonds issued by insurance companies. These letters of credit, bank guarantees and surety bonds are required by certain regulatory authorities, suppliers and other operating agreements and generally have contract terms of one to twenty years, often with an option to renew. As of December 31, 2024 and December 31, 2023, total letters of credit, bank guarantees and surety bonds outstanding under these arrangements were $55.0 million and $48.6 million, respectively, which represents the maximum potential future payments that Dole could be required to make.

Additionally, the Company guarantees certain bank borrowings and other obligations of certain equity method investees. As of December 31, 2024 and December 31, 2023, total guarantees under these arrangements were $4.9 million and $6.4 million, respectively, which represents the maximum potential future payments that Dole could be required to make.

Each of the following Irish registered subsidiaries of the Company may avail of the exemption from filing its statutory financial statements for the year ended December 31, 2024 as permitted by Section 357 of the Companies Act 2014. If any of these Irish registered subsidiaries of the Company elects to avail of this exemption, there will be in force an irrevocable guarantee from the Company in respect of all commitments entered into by such wholly-owned subsidiary, including amounts shown as liabilities (within the meaning of Section 357 (1) (b) of the Companies Act 2014) in such wholly-owned subsidiary's statutory financial statements for the year ended December 31, 2024:

- Dole Management Services Limited
- Finantic Limited
- Total Produce International Holdings Limited
- Dole Ireland Limited
- Uniplumo (Ireland) Limited
- Dole Receivables DAC

Hawaii Spillway

In February of 2020, the State of Hawaii and Department of Land and Natural Resources provided notice to Dole of a deficiency in the spillway and embankment stability of a Company-owned reservoir that requires mediation by 2025. Dole contracted a third party to perform an improvement study which resulted in an estimate of costs to modify the spillway of approximately $20.0 million. On July 5, 2023, Hawaii Senate Bill 833 was signed into law by the Governor of Hawaii, pursuant to which the Office of the Governor will negotiate the acquisition of Dole's interests in the reservoir and associated irrigation system. Discussions with the State of Hawaii are ongoing. The bill also appropriates funds for the State to repair and maintain the irrigation system and the associated spillway. The Company does not deem a resulting loss from the contingency associated with the costs to modify the spillway to be probable and, thus, has not recognized a liability in the consolidated balance sheets.

Legal Contingencies

Dole is involved from time to time in claims and legal actions incidental to its operations, both as plaintiff and defendant. Legal fees are expensed as incurred or expected to be incurred when the resulting loss from legal matters related to underlying events that have already occurred is probable and estimable. Dole has established what management currently believes to be adequate accruals for pending legal matters. These accruals are established as part of an ongoing worldwide assessment of claims and legal actions that takes into consideration such items as changes in the pending case load (including resolved and new matters), opinions of legal counsel, individual developments in court proceedings, changes in the law, changes in business focus, changes in the litigation environment, changes in opponent strategy and tactics, new developments as a result of ongoing discovery and past experience in defending and settling similar claims. In the opinion of management, after consultation with legal counsel, the claims or actions to which Dole is a party are not expected to have a material adverse effect, individually or in the aggregate, on Dole's results of operations, financial condition or cash flows.

DBCP Cases: Dole Food Company, Inc. and certain of its subsidiaries are involved in lawsuits pending in the U.S. and in foreign countries alleging injury because of exposure to the agricultural chemical DBCP (1,2- dibromo-3-chloropropane). Currently, there are approximately 180 lawsuits in various stages of proceedings alleging injury or seeking enforcement of Nicaraguan judgments, most of which are pending in Nicaragua and are inactive, and one of which is pending in the Philippines and is currently active. In addition, there are multiple labor cases pending in Costa Rica under that country's national insurance program.

Settlements have been reached that, when fully implemented, will significantly reduce DBCP litigation in Nicaragua and the Philippines. Currently, claimed damages in DBCP cases worldwide total approximately $17.8 billion, with lawsuits in Nicaragua representing almost all of this amount. 24 of the cases in Nicaragua have resulted in judgments, although many of these are being eliminated as part of the current settlements. The Company believes that none of the Nicaraguan judgments that remain will be enforceable against any Dole entity in the U.S. or in any other country.

As to all the DBCP matters, Dole has denied liability and asserted substantial defenses. The Company believes there is no reliable scientific basis for alleged injuries from the agricultural field application of DBCP. Although no assurance can be given concerning the outcome of the DBCP cases, in the opinion of management, after consultation with legal counsel and based on experience defending and resolving DBCP claims, neither the pending lawsuits and claims nor their resolution are expected to have a material adverse effect on Dole's financial position or results of operations, because the probable loss is not material.

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Former Shell Site: Beginning in 2009, Shell Oil Company and Dole Food Company, Inc. were sued in several cases filed in Los Angeles Superior Court by the City of Carson and persons claiming to be current or former residents in the area of a housing development built in the 1960's by a predecessor of what is now a Dole subsidiary, Barclay Hollander Corporation ("BHC"), on land that had been owned and used by Shell as a crude oil storage facility for 40 years prior to the housing development. The homeowner and City of Carson complaints have been settled and the litigation has been dismissed. On May 6, 2013, Shell filed a complaint against Dole Food Company, Inc. (which was later voluntarily dismissed), BHC and Lomita Development Company ("Lomita"), seeking indemnity for the costs associated with the lawsuits discussed above (approximately $90.0 million plus attorney fees) and for the cleanup discussed below (approximately $310.0 million). Shell's indemnification claims were based on an early entry side agreement between Shell and an entity related to BHC and on claims based in equity. The trial court dismissed Shell's contract-based claims and eliminated Shell's demands for indemnification related to the homeowner and City of Carson cases. Shell's equitable claims related to the cleanup costs were tried and, on November 9, 2022, the jury delivered a verdict deciding that Shell properly incurred and will incur a total of $266.6 million in cleanup costs, and that BHC should bear 50.0% of those costs, or $133.3 million. BHC has filed an appeal. In June 2023, the trial court granted Shell's motion to add Dole Food Company, Inc. to the BHC judgment as an alter ego of BHC and ordered Shell to reimburse BHC approximately $26.7 million in attorney's fees, which serves as an offset to the BHC judgment amount. Dole Food Company, Inc., has appealed the alter ego ruling and secured a bond sufficient to stay enforcement of the judgement. Shell has appealed the award of the attorney's fees.

The California Regional Water Quality Control Board ("Water Board") is supervising the cleanup on the former Shell site. On March 11, 2011, the Water Board issued a Cleanup and Abatement Order ("CAO") naming Shell as the Discharger and a Responsible Party and ordering Shell to assess, monitor and cleanup and abate the effects of contaminants discharged to soil and groundwater at the site. On April 30, 2015, the CAO was amended to also name BHC as a discharger. BHC appealed this CAO revision to the California State Water Resources Control Board, which appeal was denied by operation of law when the Water Board took no action. On September 30, 2015, BHC filed a writ petition in the Superior Court challenging the CAO on several grounds. The trial court denied BHC's petition, which denial was subsequently upheld by the California Court of Appeals, thereby ending BHC's challenge to the CAO revision naming BHC as a discharger. In the opinion of management, after consultation with legal counsel, the claims or actions related to the CAO are not expected to have a material adverse effect, individually or in the aggregate, on Dole's results of operations, financial condition or cash flows, because management believes the risk of loss is remote.

NOTE 20 — RELATED PARTY TRANSACTIONS

Balmoral International Land Holdings plc ("Balmoral") is a related party of Dole plc, because the Chair of the Board of Dole plc is also the Chair of the Board of Balmoral. In the years ended December 31, 2024, December 31, 2023 and December 31, 2022, a subsidiary of Dole sub-leased or leased buildings to or from Balmoral, was in receipt of property management services from Balmoral and provided IT management services to Balmoral. For the years ended December 31, 2024, December 31, 2023 and December 31, 2022, total net expenses related to Balmoral were $2.2 million, $1.9 million and $2.0 million, respectively.

Balkan Investment Company ("Balkan") is a related party of the Company, because it is the beneficial owner of more than 5% of the Company's Ordinary shares. In the year ended December 31, 2024, a subsidiary of Dole sub-leased a portion of a building and provided other services to Balkan. Total income received for the years ended December 31, 2024, December 31, 2023 and December 31, 2022 were $0.2 million, $0.2 million and $0.1, respectively.

Mr. Murdock is a significant shareholder of Dole plc and former owner of Legacy Dole. Mr. Murdock owns, inter alia, the real estate company, Castle and Cooke, Inc. Net expenses from various companies of Mr. Murdock were $3.7 million, $3.2 million, and $4.3 million for the years ended December 31, 2024, December 31, 2023, and December 31, 2022 which primarily relate to the lease of equipment.

See Note 22 "Investments in Unconsolidated Affiliates" for details of transactions with equity method investees, Note 16 "Leases" for details of lease-related liabilities with related parties and Note 19 "Contingencies" for details of related party guarantees.

All other transactions with related parties were not material for the years ended December 31, 2024, December 31, 2023 and December 31, 2022, and other outstanding receivables from and payables to related parties were not material as of December 31, 2024 and December 31, 2023.

NOTE 21 — STOCKHOLDERS' EQUITY

Common Stock

As of December 31, 2024, the Company was authorized to issue 600.0 million total shares of capital stock, consisting of 300.0 million shares of common stock and 300.0 million shares of preferred stock. As of December 31, 2024, there were 95.0 million shares of common stock outstanding and no shares of preferred stock outstanding.

A rollforward of share activity as of December 31, 2024 and December 31, 2023 was as follows:

	Amount (In thousands)
Outstanding shares as of December 31, 2022	94,899
Net shares issued related to stock-based compensation	30
Outstanding shares as of December 31, 2023	94,929
Net shares issued related to stock-based compensation	112
Outstanding shares as of December 31, 2024	95,041

Stock-Based Compensation

The Company's primary stock-based compensation plan is the 2021 Omnibus Incentive Compensation Plan ("the Plan"), under which to date, share options and two different types of RSUs have been issued. The purpose of the Plan is to benefit and advance the interests of Dole by attracting, retaining and motivating participants and to compensate participants for contributions to the success of the Company. Upon exercise of stock options or vesting of RSUs, new shares are issued from existing authorization. A total of 7.4 million shares of the Company's common stock were initially reserved for issuance pursuant to the Omnibus Plan. Upon the exercise of any option or vesting of any RSU, the related award is cancelled to the extent of the number of shares exercised or vested, and that number of shares is no longer available under the Plan. If any part of the award terminates without delivery of the related shares, the extent of the award will then be available for future grant under the Plan. As of December 31, 2024, there were 5.6 million shares available for future grant under the Plan and 1.4 million shares available for future issue under awards granted.

For the years ended December 31, 2024, December 31, 2023 and December 31, 2022, stock-based compensation expense related to the Plan was $8.0 million, $6.1 million and $4.5 million, respectively. Stock-based compensation expense related to the Plan is recorded in selling, marketing, general and administrative expenses in the consolidated statements of operations.

Compensation expense for stock options is determined based on the grant date fair value of the award, calculated using the Black Scholes options-pricing model. Company stock options generally vest over a three year-service period and expire ten years from the date of grant. Forfeitures are estimated on the date of grant based on historical forfeiture rates, and compensation expense is adjusted based on actual forfeitures.

In the years ended December 31, 2024, December 31, 2023 and December 31, 2022, additional RSU awards were issued under the Plan that vest over a one to three year-service period, and new RSU awards were issued under the Plan if certain market conditions are met. Stock compensation expense under the awards that include a market condition is determined based on the grant date fair value of the award, calculated using a Monte Carlo simulation approach. These awards vest over a three-year service period, and forfeitures are estimated on the date of grant based on historical forfeiture rates, with stock compensation expense adjusted based on actual forfeitures. The following table summarizes the assumptions used for estimating the fair values of the stock options and RSUs with a market condition upon grant date:

Type of Award	Risk-free interest rate	Expected volatility	Dividend yield
For the year ended December 31, 2024:			
RSUs with a market condition	4.4 %	30.0 %	2.8 %
For the year ended December 31, 2023:			
RSUs with a market condition	4.0 %	35.0 %	2.8 %
For the year ended December 31, 2022:			
Stock options	2.1 %	45.0 %	2.5 %

A rollforward of share-based compensation awards outstanding by number and weighted-average exercise price of stock options or weighted-average grant-date fair value of RSU's and RSUs with a market condition for the years ended December 31, 2024, December 31, 2023 and December 31, 2022 was as follows:

	Stock Options		RSUs		RSUs with a market condition	
	Number of shares	Weighted-average exercise price	Number of shares	Weighted-average grant date fair value	Number of shares	Weighted-average grant date fair value
	(Number of shares in thousands and weighted-average amounts are U.S. dollars per share)					
Outstanding awards as of December 31, 2021	453	$ 15.72	209	$ 15.88	—	$ —
Granted	—		261	12.88	425	13.70
Vested	—		(40)	12.87	—	—
Forfeited	—		(18)	13.59	(25)	15.33
Outstanding awards as of December 31, 2022	453	$ 15.72	412	$ 13.71	400	$ 13.59
Granted	—		253	12.06	209	16.95
Vested	—		(58)	10.24	—	—
Forfeited	—		(14)	13.52	(49)	11.65
Outstanding awards as of December 31, 2023	453	$ 15.72	593	$ 13.35	560	$ 15.01
Granted	—	—	278	11.66	229	13.19
Vested	—	—	(383)	14.20	—	—
Forfeited and expired	—	—	—	—	(351)	13.85
Outstanding awards as of December 31, 2024	453	$ 15.72	488	$ 11.71	438	$ 14.29

The total unrecognized compensation cost related to the unvested awards as of December 31, 2024 was $6.4 million. The remaining unrecognized compensation cost as of December 31, 2024 will be recognized over a weighted-average period of approximately 1.6 years.

Dividends Declared

The following table summarizes dividends per share declared in the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

Year Ended					
December 31, 2024		December 31, 2023		December 31, 2022	
Date Declared	Amount (U.S. Dollars)	Date Declared	Amount (U.S. Dollars)	Date Declared	Amount (U.S. Dollars)
2/28/2024	$ 0.08	11/15/2023	$ 0.08	11/16/2022	$ 0.08
5/14/2024	$ 0.08	8/16/2023	$ 0.08	8/22/2022	$ 0.08
8/13/2024	$ 0.08	5/17/2023	$ 0.08	5/24/2022	$ 0.08
11/13/2024	$ 0.08	3/6/2023	$ 0.08	3/14/2022	$ 0.08

The following table summarizes total dividends declared for the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Dividends	$ (30,645)	$ (30,750)	$ (30,582)

Dole's ability to declare and pay dividends is subject to limitations contained in its various debt agreements. As of December 31, 2024, Dole had $750.7 million available to declare or pay a dividend. See Note 25 "Subsequent Events" for further detail on dividends declared after December 31, 2024.

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Accumulated Other Comprehensive Loss

Dole's accumulated other comprehensive loss primarily consists of unrealized foreign currency translation gains and losses, unrealized derivative gains and losses and pension and postretirement obligation adjustments. A rollforward of the changes in accumulated other comprehensive loss, disaggregated by component, was as follows for the years ended December 31, 2024, December 31, 2023 and December 31, 2022.

Changes in Accumulated Other Comprehensive Loss by Component				
	Fair Value of Derivatives	Pension & Other Postretirement Benefits	Foreign Currency Translation	Total
	(U.S. Dollars in thousands)			
Balance as of December 31, 2021	$ 8,631	$ (59,822)	$ (74,728)	$ (125,919)
Other comprehensive income (loss) attributable to Dole plc before reclassifications	70,930	26,183	(38,329)	58,784
Income tax effect of amounts in other comprehensive (loss) attributable to Dole plc before reclassifications	(16,407)	(4,653)	—	(21,060)
Gross amounts reclassified from accumulated other comprehensive loss	(28,522)	1,548	5,445	(21,529)
Income tax effect of amounts reclassified from accumulated other comprehensive loss	5,785	(194)	—	5,591
Net other comprehensive income (loss) attributable to Dole plc	31,786	22,884	(32,884)	21,786
Balance as of December 31, 2022	$ 40,417	$ (36,938)	$ (107,612)	$ (104,133)
Other comprehensive income (loss) attributable to Dole plc before reclassifications	(557)	(11,161)	20,901	9,183
Income tax effect of amounts in other comprehensive income attributable to Dole plc before reclassifications	42	2,671	—	2,713
Gross amounts reclassified from accumulated other comprehensive loss	(20,669)	(3,679)	(254)	(24,602)
Income tax effect of amounts reclassified from accumulated other comprehensive loss	5,170	878	—	6,048
Net other comprehensive (loss) income attributable to Dole plc	(16,014)	(11,291)	20,647	(6,658)
Balance as of December 31, 2023	$ 24,403	$ (48,229)	$ (86,965)	$ (110,791)
Other comprehensive income (loss) attributable to Dole plc before reclassifications	27,718	(14,135)	(41,526)	(27,943)
Income tax effect of amounts in other comprehensive income (loss) attributable to Dole plc before reclassifications	(6,768)	3,971	—	(2,797)
Gross amounts reclassified from accumulated other comprehensive loss	(30,573)	(1,978)	—	(32,551)
Income tax effect of amounts reclassified from accumulated other comprehensive loss	7,346	556	—	7,902
Net other comprehensive (loss) attributable to Dole plc	(2,277)	(11,586)	(41,526)	(55,389)
Balance at December 31, 2024	$ 22,126	$ (59,815)	$ (128,491)	$ (166,180)

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The following table includes details about gross (gains) losses reclassified from accumulated other comprehensive loss by component of accumulated other comprehensive loss:

	(Gains) losses reclassified out of Accumulated Other Comprehensive Loss in the year ended			
	December 31, 2024	December 31, 2023	December 31, 2022	Affected line item in the Statement of Operations
	(U.S. Dollars in thousands)			
Fair value of Derivatives:				
Interest rate swap contracts	$ (27,380)	$ (29,130)	$ (5,976)	Interest expense
Cash flow hedges	(3,193)	8,461	(22,546)	Cost of sales
Foreign currency translation	—	(253)	5,445	Other income, net
Pension and other postretirement benefits	(1,978)	(3,679)	1,548	Other income, net
Total (gains) reclassified	$ (32,551)	$ (24,601)	$ (21,529)	

NOTE 22 — INVESTMENTS IN UNCONSOLIDATED AFFILIATES

As of December 31, 2024, Dole's investments in unconsolidated affiliates were $129.3 million, of which $126.2 million represented equity method investments, and $3.1 million represented investments in which Dole does not have significant influence. As of December 31, 2023, Dole's investments in unconsolidated affiliates were $131.7 million, of which $128.3 million represented equity method investments, and $3.4 million represented investments in which Dole does not have significant influence. There are no significant investees in which Dole holds 20.0% or more of their voting stock that are not accounted for using the equity method of accounting.

Dole's consolidated net income includes its proportionate share of the net income or loss of equity method investments in affiliates. When Dole records its proportionate share of net income, it increases equity method earnings in the consolidated statements of operations and the carrying value in that investment in the consolidated balance sheets. Conversely, when Dole records its proportionate share of a net loss, it decreases equity method earnings in the consolidated statements of operations and the carrying value in that investment in the consolidated balance sheets. Cash dividends received from investments in which Dole does not have significant influence are recorded in other income, net, and have historically not been significant.

Investments in Other Unconsolidated affiliates

A rollforward of the carrying amount of Dole's investments in unconsolidated affiliates as of December 31, 2024 and December 31, 2023 was as follows:

	Amount (U.S. Dollars in thousands)
Carrying amount as of December 31, 2022	$ 124,234
Share of income after investee tax	14,721
Additions	532
Subsidiary becoming equity method investment	(84)
Disposals	(1,046)
Dividends received from investments	(9,388)
Foreign exchange impact and other	2,735
Carrying amount as of December 31, 2023	131,704
Share of income after investee tax	16,187
Impairment of equity method investments	(7,158)
Additions	1,769
Equity method investment becoming subsidiary	(925)
Disposals	(985)
Dividends received from investments	(7,049)
Foreign exchange impact and other	(4,221)
Carrying amount as of December 31, 2024	$ 129,322

The Company's investees recognized investee income tax expense of $4.9 million, $5.8 million and $4.4 million during the years ended December 31, 2024, December 31, 2023, and December 31, 2022, respectively, related to equity method investments. These amounts are included within equity method earnings in the consolidated statements of operations.

Impairment of equity method investment

For the year ended December 31, 2024, the Company recognized an impairment loss on an investment in North America for $7.2 million. Impairment losses for December 31, 2023, and December 31, 2022 were not material.

Investments in unconsolidated affiliates becoming subsidiaries

For the years ended December 31, 2024, December 31, 2023, and December 31, 2022 step-up acquisitions were not material.

Disposal of equity method investees

During the year ended December 31, 2024, the Company disposed of a 26% investment in a South African company which had a carrying value of $0.5 million as of the disposal date. As a result of the disposal, the Company recognized a loss of $0.5 million.

During the year ended December 31, 2023, the Company disposed of its 50% investment in a U.S company, which had a carrying value of $1.1 million as of the disposal date. As a result of this disposal, the Company recognized a gain of $0.5 million.

During the year ended December 31, 2022, the Company disposed of its 50% investment in a fresh produce company based in India, which had a carrying value of $1.1 million as of the disposal date. As a result of this disposal, the Company recognized a $0.6 million loss.

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Summarized Financial Information - Other Investments

Summarized aggregated financial information for all other equity method investments for the years ended December 31, 2024, December 31, 2023 and December 31, 2022 and as of December 31, 2024 and December 31, 2023 are as follows in the tables below. Unless stated otherwise, the information reflects the amounts reported in the financial statements of the investment entities rather than the share attributable to the Company.

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
Summary Statements of Operations:	(U.S. Dollars in thousands)		
Revenue, net	$ 1,977,013	$ 1,872,916	$ 1,720,489
Cost of sales	(1,840,701)	(1,743,920)	(1,614,293)
Other activity	(105,718)	(103,921)	(88,759)
Net income	$ 30,594	$ 25,075	$ 17,437
Net income attributable to Dole plc	$ 16,187	$ 14,721	$ 7,270

	December 31, 2024	December 31, 2023
Summary Balance Sheets:	(U.S. Dollars in thousands)	
Current assets	$ 435,733	$ 398,628
Non-current assets	290,138	315,862
Current liabilities	(338,855)	(295,022)
Non-current liabilities	(118,954)	(148,892)
Noncontrolling interest	(1,945)	(1,616)
Net assets	$ 266,117	$ 268,960
Dole plc share of net assets	104,670	100,263
Goodwill	21,504	28,043
Carrying amount of investments	$ 126,174	$ 128,306

Transactions with Other Unconsolidated affiliates

The following table presents sales to and purchases from other investments in unconsolidated affiliates for the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Sales	$ 126,396	$ 127,642	$ 121,092
Purchases	175,661	166,676	161,841

The following tables presents amounts due from and to investments in unconsolidated affiliates as of December 31, 2024 and December 31, 2023:

	December 31, 2024	December 31, 2023
	(U.S. Dollars in thousands)	
Amounts due from investments in unconsolidated affiliates presented within trade receivables	$ 26,053	$ 25,066
Amounts due from investments in unconsolidated affiliates presented within other receivables	2,374	4,138
Amounts due to investments in unconsolidated affiliates presented within accounts payable	(9,788)	(10,514)
Amounts due from investments in unconsolidated affiliates presented within other assets	8,132	9,220

Reconciliation of Equity Method Earnings

The following table provides a reconciliation of equity method earnings in the consolidated statements of operations for the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars in thousands)		
Share of equity method earnings, net of investee tax	16,187	14,721	7,270
Impairment of equity method investment	(7,158)		
Loss on step-up acquisition of equity method investments	(196)	—	—
(Loss) gain on disposal of equity method investments	(525)	470	(544)
Equity method earnings	$ 8,308	$ 15,191	$ 6,726

NOTE 23 — VARIABLE INTEREST ENTITIES

Judgement is used when determining (i) whether an entity is a VIE; (ii) who are the variable interest holders; (iii) the elements and degree of control that each variable interest holder has; and (iv) ultimately which party is the primary beneficiary.

Unconsolidated VIEs

The VIEs in which Dole has variable interests but is not the primary beneficiary are not consolidated and are accounted for using the equity method of accounting.

The Company holds variable interests in a fresh produce business, El Parque, which is considered a VIE in which Dole is not the primary beneficiary. On December 16, 2016, the Company acquired shares in El Parque. As of December 31, 2024, Dole has 50.000% of the series A shares and 49.995% of the series B shares in El Parque, with remaining series A shares held by Inversiones Dona Isidora Limitada ("IDI") and remaining series B shares held by individual investors. The El Parque Board of Directors comprises four members, two from Dole and two from IDI.

Dole and IDI both have equal management representation on the board and equity participation, as only series A shares have voting rights. Further, all significant activities of El Parque are managed by the unanimous consent of the board. Therefore, Dole does not meet the power criteria required to be considered the primary beneficiary nor holds a controlling financial interest in El Parque.

During the years ended December 31, 2024, December 31, 2023 and December 31, 2022, the Company did not provide any financial support to or guarantees in respect of debt issued by El Parque. Dole's maximum exposure to loss represents the amount that would be absorbed by the Company in the event that all assets held in El Parque had no value. As of December 31, 2024 and December 31, 2023, Dole's maximum exposure to loss in El Parque was equivalent to the carrying value of its investment in the entity of $11.8 million and $11.4 million, respectively.

Consolidated VIEs

Dole consolidates the results of one VIE, EurobananCanarias S.A. ("EBC"), a Canary Islands fruit produce business, as Dole holds 50.0% of its shares and is deemed to be the primary beneficiary. Since EBC's incorporation in 1993, Dole has had an economic interest of 50.0% and a power to appoint its managing director, who influences all decisions related to operations. Dole's economic interest is not equal to the Company's voting interest (decision making right for all relevant activities), thus, the conditions of Dole being the primary beneficiary are met, and EBC is consolidated. Dole has not provided any financial or other support to EBC during the periods presented within the consolidated financial statements.

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NOTE 24 – EARNINGS (LOSS) PER SHARE

Basic earnings (loss) per share is calculated by dividing the net income (loss) for the period attributable to shareholders of the Company by the weighted average number of shares outstanding during the period. Diluted earnings (loss) per share is calculated by dividing the net income (loss) for the period attributable to shareholders of the Company by the weighted average number of shares outstanding after adjusting for the impact of all share options and RSUs with a dilutive effect. The Company uses the treasury stock method to calculate the dilutive effect of outstanding equity awards for diluted earnings (loss) per share.

The following table presents basic and diluted earnings (loss) per share for each of the years ended December 31, 2024, December 31, 2023 and December 31, 2022:

	Year Ended		
	December 31, 2024	December 31, 2023	December 31, 2022
	(U.S. Dollars and shares in thousands, except per share amounts)		
Income from continuing operations	$ 172,299	$ 177,527	$ 168,230
Less: Net income attributable to noncontrolling interests	(17,906)	(31,646)	(25,287)
Income from continuing operations attributable to Dole plc	154,393	145,881	142,943
Loss from discontinued operations, net of income taxes	(28,880)	(21,818)	(56,447)
Net income attributable to Dole plc	$ 125,513	$ 124,063	$ 86,496
Weighted average number of shares outstanding:			
Weighted average number of shares – basic	94,967	94,917	94,886
Effect of share awards with a dilutive effect	504	201	28
Weighted average number of shares – diluted	95,471	95,118	94,914
Income (loss) per share:			
Basic:			
Continuing operations	$ 1.63	$ 1.54	$ 1.51
Discontinued operations	(0.31)	(0.23)	(0.60)
Net income per share attributable to Dole plc	$ 1.32	$ 1.31	$ 0.91
Diluted:			
Continuing operations	$ 1.62	$ 1.53	$ 1.51
Discontinued operations	(0.30)	(0.23)	(0.60)
Net income per share attributable to Dole plc	$ 1.32	$ 1.30	$ 0.91

The average market value of the Company's shares used for the purpose of calculating the dilutive effect of share options and RSUs with a market condition is based on quoted market prices for the period during which the awards were outstanding during the year. The calculation of diluted earnings (loss) per share for the years ended December 31, 2024, December 31, 2023 and December 31, 2022 does not include the effect of certain awards, because to do so would be antidilutive.

NOTE 25 — SUBSEQUENT EVENTS

Dole evaluated subsequent events through March 11, 2025, the date that Dole's consolidated financial statements were issued.

On January 3, 2025, Dole paid a cash dividend of $0.08 per share, totaling $7.6 million, to shareholders for the third quarter dividend declared on November 12, 2024. On February 25, 2025, the Board of Directors of Dole plc declared a cash dividend for the fourth quarter of 2024 of $0.08 per share, payable on April 3, 2025, to shareholders of record on March 20, 2025.

In February of 2025, Dole exercised the purchase option on two vessels that had been accounted for as $41.1 million of finance leases as of December 31, 2024. Total cash paid was $36.0 million, in the aggregate.