

CENTRAL GARDEN & PET CO  
 Form 4  
 February 15, 2017

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**Ranelli John**

2. Issuer Name and Ticker or Trading Symbol  
**CENTRAL GARDEN & PET CO [CENT]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**C/O CENTRAL GARDEN & PET COMPANY, 1340 TREAT BLVD, SUITE 600**

3. Date of Earliest Transaction (Month/Day/Year)  
**02/14/2017**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)  
**WALNUT CREEK, CA 94597**

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount or Price		
Class A Common Stock	02/14/2017		A		630 <sup>(1)</sup> \$ 0	127,335	D
Class A Common Stock	02/14/2017		M		51,653 \$ 8.93	178,988	D
Class A Common Stock	02/14/2017		F <sup>(2)</sup>		29,506 \$ 31.6	149,482	D

Edgar Filing: CENTRAL GARDEN & PET CO - Form 4

Class A Common Stock	02/14/2017		M	52,302	A	\$ 12.5	201,784	D	
Class A Common Stock	02/14/2017		F <sup>(2)</sup>	37,186	D	\$ 31.6	164,598	D	
Class A Common Stock	02/14/2017		M	52,302	A	\$ 15	216,900	D	
Class A Common Stock	02/14/2017		F <sup>(2)</sup>	39,164	D	\$ 31.6	177,736	D	
Class A Common Stock							81,719	I	By John R. Ranelli Trust <sup>(3)</sup>
Common Stock							64,253	D	
Common Stock							39,384	I	By John R. Ranelli Trust <sup>(3)</sup>

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

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

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Share	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 31.76	02/14/2017		A	6,298 <sup>(4)</sup>	<sup>(5)</sup>	08/09/2020	Class A Common Stock	6,298
Stock Option (Right to	\$ 8.93	02/14/2017		M	51,653	<sup>(6)</sup>	02/11/2019	Class A Common Stock	51,653

