Ranelli John Form 4 February 21, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

Expires:

January 31,

2005

0.5

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obligations

may continue.

Check this box

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Ranelli John

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

CENTRAL GARDEN & PET CO

(Check all applicable)

[CENT]

02/16/2018

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

_X__ Director Officer (give title

10% Owner _ Other (specify

C/O CENTRAL GARDEN & PET COMPANY, 1340 TREAT BLVD, **SUITE 600**

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

> > (Zip)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

WALNUT CREEK, CA 94597

(State)

(City)

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

						-	, <u>•</u>		•
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	02/16/2018		S	518	D	\$ 37.5	1,433	I	By John R. Ranelli Trust (1)
Class A Common Stock	02/20/2018		S	1,333	D	\$ 37.5323 (2)	100	I	By John R. Ranelli Trust (1)
Common Stock							100	I	By John R. Ranelli Trust (1)

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Class A Common Stock	17,209	D
Common Stock	39,385	D

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

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

1. Title Deriva		2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title		8. Price of Derivative	9. Nu Deriv
Securi	ty c	or Exercise	, ,	any	Code	of	(Month/Day/		Underly	ing	Security	Secui
(Instr.	3) I	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e	,	Securiti	es	(Instr. 5)	Bene
	I	Derivative		•		Securities			(Instr. 3	and 4)		Own
	5	Security				Acquired						Follo
						(A) or						Repo
						Disposed						Trans
						of (D)						(Instr
						(Instr. 3,						
						4, and 5)						
									A	Amount		
							Date	Expiration	O	r		
								Date	Title Number	Number		
							Lacicisable	Date		of		
					Code V	(A) (D)			S	Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
. 0	Director	10% Owner	Officer	Other			
Ranelli John C/O CENTRAL GARDEN & PET COMPANY 1340 TREAT BLVD, SUITE 600 WALNUT CREEK, CA 94597	X						

Signatures

/s/JoAnn Jonte as Attorney-in-Fact for John 02/20/2018 Ranelli

> **Signature of Reporting Person Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Reporting Owners 2

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- (1) Mr. Ranelli disclaims beneficial ownership of the shares of the Company's Common Stock and Class A Common Stock owned by the John R. Ranelli Trust dated 12/24/97 except to the extent of his pecuniary interest therein.
- The range of prices for the shares of Class A Common Stock is from \$37.50 to \$37.66. Mr. Ranelli undertakes that he will provide, upon request by the staff of the U.S. Securities and Exchange Commission, full information regarding the number of securities sold at each separate price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.