

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 11-K

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934 [FEE REQUIRED]

For the fiscal year ended December 31, 1995

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]

Commission file number 33-96816

A. Full title of the plan and the address of the plan, if different from  
that of the issuer named below:

Central Garden & Pet Company Investment Growth Plan  
700 Milwaukee Avenue North  
Algona, Washington 98001

B. Name of issuer of the securities held pursuant to the Plan and the  
address of its principal executive office:

Central Garden & Pet Company  
3697 Mt. Diablo Boulevard  
Lafayette, California 94549

REQUIRED INFORMATION

1. Financial statements filed as a part of this annual report: Report  
of Deloitte & Touche LLP, independent auditors, Audited Statements of Net  
Assets Available for Benefits, With Supplemental Information by Fund  
(Modified Cash Basis) as of December 31, 1995 and 1994, Audited Statements  
of Changes in Net Assets Available for Benefits, With Supplemental  
Information By Fund (Modified Cash Basis) for the Years Ended December 31,  
1995 and 1994, and Notes to Financial Statements for the Years Ended  
December 31, 1995 and 1994.

2. Exhibit filed as a part of this annual report: Exhibit 23-  
Consent of Deloitte & Touche LLP, independent auditors.

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act  
of 1934, the trustees (or other persons who administer the employee benefit  
plan) have duly caused this annual report to be signed on its behalf by the  
undersigned hereunto duly authorized.

CENTRAL GARDEN & PET COMPANY  
INVESTMENT GROWTH PLAN

Date: June 25, 1996

By: /s/ Thomas Siedler

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Thomas Siedler, Controller and  
Chairman of the Administrative  
Committee for the Plan

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[LETTERHEAD OF DELOITTE & TOUCHE LLP]

INDEPENDENT AUDITORS' REPORT

Trustees and Participants  
Central Garden & Pet Company  
Investment Growth Plan

We have audited the accompanying statements of net assets available for benefits  
(modified cash basis) of the Central Garden & Pet Company Investment Growth Plan  
(the Plan) as of December 31, 1995 and 1994, and the related statements of  
changes in net assets available for benefits (modified cash basis) for the years  
then ended. These financial statements are the responsibility of the Plan's  
management. Our responsibility is to express an opinion on these financial

statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note 2, these financial statements and supplemental schedules were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

In our opinion, such financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 1995 and 1994, and the changes in net assets available for benefits for the years then ended on the basis of accounting described in Note 2.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules (modified cash basis) listed in the table of contents are presented for the purpose of additional analysis and are not a required part of the basic financial statements, but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental information by fund is presented for purposes of additional analysis rather than to present information regarding the net assets available for benefits and changes in net assets available for benefits of the individual funds and is not a required part of the basic financial statements. These supplemental schedules and supplemental information by fund are the responsibility of the Plan's management. Such schedules and supplemental

information by fund have been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ Deloitte & Touche LLP

May 3, 1996

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CENTRAL GARDEN & PET COMPANY  
INVESTMENT GROWTH PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS, WITH  
SUPPLEMENTAL INFORMATION BY FUND (modified cash basis)  
DECEMBER 31, 1995

<TABLE>  
<CAPTION>

	Supplemental information				
	Capital Preservation Fund	Fidelity Magellan Fund	Dreyfus Growth & Income Fund	Dreyfus S&P 500 Index Fund	Dreyfus Short- Intermediate Government Fund
<S>	<C>	<C>	<C>	<C>	<C>
ASSETS:					
Investments at fair value:					
Money market fund	\$ -	\$1,922,847	\$2,631,178	\$877,417	\$997,798
Common stock					
Participant loans					
Total investments at fair value	-	1,922,847	2,631,178	877,417	997,798
Investments at contract value:					
Guaranteed investment contract	3,948,209				
NET ASSETS AVAILABLE FOR BENEFITS	\$3,948,209	\$1,922,847	\$2,631,178	\$877,417	\$997,798

</TABLE>

<TABLE>  
<CAPTION>

	Supplemental information			
	Central Garden & Pet Company Common Stock Fund	Participant loans	Other	Total

<S>	<C>	<C>	<C>	<C>
ASSETS:				
Investments at fair value:				
Money market fund	\$ -	\$ -	\$4,659	\$ 6,433,899
Common stock	1,814,329			1,814,329
Participant loans		270,856		270,856
	-----	-----	-----	-----
Total investments at fair value	1,814,329	270,856	4,659	8,519,084
Investments at contract value:				
Guaranteed investment contracts				3,948,209
	-----	-----	-----	-----
NET ASSETS AVAILABLE FOR BENEFITS	\$1,814,329	\$270,856	\$4,659	\$12,467,293
	=====	=====	=====	=====

See notes to financial statements

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CENTRAL GARDEN & PET COMPANY  
INVESTMENT GROWTH PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS, WITH  
SUPPLEMENTAL INFORMATION BY FUND (modified cash basis)  
DECEMBER 31, 1994

<TABLE>  
<CAPTION>

Supplemental information

	Capital	Fidelity	Dreyfus	Short-
	Preservation	Magellan	Growth &	Dreyfus S&P 500
	Fund	Fund	Income Fund	Index Fund
	Fund	Fund	Fund	Fund
<S>	<C>	<C>	<C>	<C>
ASSETS:				
Investments at fair value:				
Mutual funds	\$ -	\$543,698	\$1,813,434	\$286,619
\$1,008,505				
Common stock				
Participant loans				
	-----	-----	-----	-----
Total	-	543,698	1,813,434	286,619
1,008,505				
Investments at contract value:				
Guaranteed investment contracts	4,449,702			
	-----	-----	-----	-----
NET ASSETS AVAILABLE FOR BENEFITS	\$4,449,702	\$543,698	\$1,813,434	\$286,619
\$1,008,505	=====	=====	=====	=====

</TABLE>

<TABLE>  
<CAPTION>

Supplemental information

	Central	Participant	Other	Total
	Garden & Pet	loans		
	Company			
	Common			
	Stock Fund			
<S>	<C>	<C>	<C>	<C>
ASSETS:				
Investments at fair value:				
Mutual funds	\$ -	\$ -	\$22,546	\$3,674,802
Common stock	685,006			685,006
Participant loans		134,641		134,641
	-----	-----	-----	-----
Total	685,006	134,641	22,546	4,494,449

Investments at contract value:				
Guaranteed investment contracts				4,449,702
	-----	-----	-----	-----
NET ASSETS AVAILABLE FOR BENEFITS	\$685,006	\$134,641	\$22,546	\$8,944,151
	=====	=====	=====	=====

</TABLE>

See notes to financial statements

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CENTRAL GARDEN & PET COMPANY  
INVESTMENT GROWTH PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS,  
WITH SUPPLEMENTAL INFORMATION BY FUND (modified cash basis)  
YEAR ENDED DECEMBER 31, 1995

<TABLE>  
<CAPTION>

	Supplemental information			
	Capital Preservation Fund	Fidelity Magellan Fund	Dreyfus Growth & Income Fund	Dreyfus S&P 500 Index Fund
	-----	-----	-----	-----
	<C>	<C>	<C>	<C>
ADDITIONS TO NET ASSETS:				
Investment income:				
Net appreciation in fair value of investments	\$ -	\$ 247,382	\$ 352,640	\$ 134,819
Interest and dividend income	233,357	107,743	125,255	24,176
	-----	-----	-----	-----
Total investment income	233,357	355,125	477,895	158,995
Employee contributions	479,306	374,070	443,926	124,591
	-----	-----	-----	-----
Total additions	712,663	729,195	921,821	283,586
DEDUCTIONS FROM NET ASSETS:				
Benefits paid to participants	401,757	65,875	163,855	20,269
Administrative expenses	6,861	1,859	3,434	766
	-----	-----	-----	-----
Total deductions	408,618	67,734	167,289	21,035
	-----	-----	-----	-----
NET INCREASE (DECREASE) BEFORE TRANSFERS	304,045	661,461	754,532	262,551
NET TRANSFERS:				
Interfund transfers	(805,538)	717,688	63,212	328,247
	-----	-----	-----	-----
NET INCREASE (DECREASE)	(501,493)	1,379,149	817,744	590,798
NET ASSETS AVAILABLE FOR BENEFITS:				
Beginning of year	4,449,702	543,698	1,813,434	286,619
	-----	-----	-----	-----
End of year	\$3,948,209	\$1,922,847	\$2,631,178	\$877,417
	=====	=====	=====	=====

</TABLE>

<TABLE>  
<CAPTION>

	Supplemental information				
	Dreyfus Short- Intermediate Government Fund	Central Garden & Pet Common Stock Fund	Participant loans	Other	Total
	-----	-----	-----	-----	-----
	<C>	<C>	<C>	<C>	<C>
ADDITIONS TO NET ASSETS:					
Investment income:					
Net appreciation in fair value of investments	\$ 50,508	\$1,080,672	\$ -	\$ 6,143	\$
Interest and dividend income	62,051		14,260	5,252	
	-----	-----	-----	-----	-----
Total investment income	112,559	1,080,672	14,260	11,395	
Employee contributions	147,803	186,933	224,098	13,926	
	-----	-----	-----	-----	-----

4,438,911	Total additions	260,362	1,267,605	238,358	25,321	
DEDUCTIONS FROM NET ASSETS:						
881,790	Benefits paid to participants	63,821	51,774	102,143	12,296	
33,979	Administrative expenses	1,619	1,285		18,155	
---		-----	-----	-----	-----	-----
915,769	Total deductions	65,440	53,059	102,143	30,451	
---		-----	-----	-----	-----	-----
	NET INCREASE (DECREASE) BEFORE TRANSFERS	194,922	1,214,546	136,215	(5,130)	3,523,142
NET TRANSFERS:						
	Interfund transfers	(205,629)	(85,223)		(12,757)	
---		-----	-----	-----	-----	-----
3,523,142	NET INCREASE (DECREASE)	(10,707)	1,129,323	136,215	(17,887)	
NET ASSETS AVAILABLE FOR BENEFITS:						
8,944,151	Beginning of year	1,008,505	685,006	134,641	22,546	
---		-----	-----	-----	-----	-----
\$12,467,293	End of year	\$ 997,798	\$1,814,329	\$270,856	\$ 4,659	
		=====	=====	=====	=====	=====

</TABLE>

See notes to financial statements.

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CENTRAL GARDEN & PET COMPANY  
INVESTMENT GROWTH PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS,  
WITH SUPPLEMENTAL INFORMATION BY FUND (modified cash basis)  
YEAR ENDED DECEMBER 31, 1994

	Supplemental information				
	Texas Commerce Bank	Texas Commerce	Texas Commerce		
	Money Market	Bank Equity	Bank Fixed	Prior	
	Trust Fund	Fund	Income Fund	plans	
	-----	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>	<C>
ADDITIONS TO NET ASSETS:					
Investment income (loss):					
Net appreciation (depreciation) in fair value of investments	\$ -	\$ -	\$ -	\$ -	\$ -
Interest and dividend income					
151,993	-----	-----	-----	-----	-----
151,993	Total investment income (loss)	-	-	-	-
Employee contributions					
219,914	-----	-----	-----	-----	-----
371,907	Total additions	-	-	-	-
DEDUCTIONS FROM NET ASSETS:					
233,047	Benefits paid to participants				
4,962	Administrative expenses				
---		-----	-----	-----	-----
238,009	Total deductions	-	-	-	-
		-----	-----	-----	-----



merged plan (Note 4)								
1,052,097								
Transfer to succeeding trustee	142,886	1,562,416	181,679	1,069,857		11,150		
-----								
Total transfers	223,211	1,489,103	190,874	936,547	82,422	133,615	14,391	
1,052,097	-----	-----	-----	-----	-----	-----	-----	-----
-----								
NET INCREASE (DECREASE)	543,698	1,813,434	286,619	1,008,505	(875,307)	134,641	22,546	
1,049,968								
NET ASSETS AVAILABLE FOR BENEFITS:								
Beginning of year					1,560,313			
7,894,183	-----	-----	-----	-----	-----	-----	-----	-----
-----								
End of year	\$ 543,698	\$1,813,434	\$286,619	\$1,008,505	\$ 685,006	\$134,641	\$22,546	\$
8,944,151	=====	=====	=====	=====	=====	=====	=====	=====
=====								

</TABLE>

See notes to financial statements.

CENTRAL GARDEN & PET COMPANY  
INVESTMENT GROWTH PLAN

NOTES TO FINANCIAL STATEMENTS  
YEARS ENDED DECEMBER 31, 1995 AND 1994

NOTE 1: PLAN DESCRIPTION

The following brief description of the Central Garden & Pet Company Investment Growth Plan (the Plan) is provided for general information purposes only. Participants should refer to the Summary Plan Description for more complete information.

GENERAL: The Plan is a 401(k) plan sponsored by Central Garden & Pet Company (the Company). The Plan is intended to qualify under Sections 401(a) and 401(k) of the Internal Revenue Code (IRC). The purpose of the Plan is to provide retirement and other benefits for employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974. Employees whose compensation is not determined by a collective bargaining agreement become eligible to participate in the Plan at age 21 or older after at least 1,000 hours of service in a year.

CONTRIBUTIONS: Participants of the Plan can elect to defer pretax contributions between 1% and 15% (up to a maximum of \$9,240 in 1995 and 1994) of compensation. The Company has contributed up to 25% of the first 6% of base compensation that a participant contributes to the Plan in both 1995 and 1994. The Plan provides that the Company's Board of Directors has the right to change or discontinue the matching contribution at any time, at its discretion. The 1995 Company matching contribution will be contributed in 1996.

VESTING: Participants are immediately vested in their voluntary contributions plus any associated earnings. Vesting in the Company contributed portion of participants' accounts, plus any earnings, is based on years of continuous service. A participant is 100% vested after five years of credited service.

PARTICIPANT ACCOUNTS: Each participant's account is credited with the participant's contributions, an allocation of the Plan's investment income and/or losses, and the Company's contributions. Allocation of the Company's contributions are based on the participant's salary and length of service as discussed under Contributions.

INVESTMENT OPTIONS: The trustee function is performed by Dreyfus Trust Company. Dreyfus Retirement Services performs the recordkeeping of the Plan. Pursuant to the Plan investment alternatives, the participants have a choice of six investment options. The following are the available Plan choices and descriptions obtained from the investment prospectus (or Plan description for Common Stock Fund):

Capital Preservation Fund: Seeks high level of current income and stability of principal. Fund portfolio primarily consists of Guaranteed Investment Contracts (GICs) and other stable value investments. The investments are fixed income investments intended to have stable principal value.

Fidelity Magellan Fund: Seeks to increase the value of its shares

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over the long term by investing in companies with growth potential.  
Fund invests primarily in common stock and convertible equities of  
U.S. multinational and foreign companies.

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Dreyfus Growth & Income Fund: Seeks to obtain long-term capital  
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growth, current income, and growth of income while maintaining  
reasonable investment risk. The portfolio consists of equity and debt  
securities and money market instruments of domestic and foreign  
issuers.

Dreyfus S&P 500 Index Fund: Seeks to provide investment results that  
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correspond to the price and yield performance of publicly traded  
stocks in the aggregate, as represented by the S&P 500.

Dreyfus Short-Intermediate Government Fund: Seeks high current  
-----

income with increased price stability. Fund invests in U.S. Government  
backed securities (i.e., U.S. Treasury Securities, Treasury Bills, and  
Treasury Notes).

Central Garden & Pet Company Common Stock Fund: Invested in shares  
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of common stock of the Company.

PARTICIPANT LOANS: Participant loans are available to active employees of  
up to 50% of an employee's account balance, with a minimum of \$1,000 and a  
maximum of \$50,000. Loan terms are a maximum of five years or, for the  
purchase of a primary residence, a maximum of ten years. Participants are  
allowed only one outstanding loan at a time. Loans are secured by the  
participant's account balance and bear interest at a rate commensurate with  
prevailing rates at the time the loan is made as determined quarterly by  
the Plan administrator. As of December 31, 1995, there were 71 such loans,  
with contractual interest rates ranging between 7% to 10% and maturity  
dates ranging from November 1, 1996, to December 1, 2005.

DISTRIBUTION OF BENEFITS: Upon termination of service due to death,  
disability, or retirement, a participant can elect to receive a lump sum  
amount equal to the value of the participant's vested interest in his or  
her account.

FORFEITURES: Forfeitures are used to reduce future Company matching  
contributions.

PLAN TERMINATION: Although it has not expressed any intent to do so, the  
Company may completely discontinue its contributions and terminate the Plan  
at any time by resolution of its Board of Directors. In the event of Plan  
termination or complete discontinuance of Company contributions, the  
interests of all participants will become fully vested and will be  
distributed to each participant.

TAX STATUS: The Plan obtained its latest determination letter on September  
1, 1995, in which the Internal Revenue Service stated that the Plan, as  
then designed, was in compliance with the applicable requirements of the  
IRC. The Plan's Administrative Committee believes that the Plan is  
currently designed and being operated in compliance with the applicable  
requirements of the IRC. Therefore, no provision for income taxes has been  
included in the Plan's financial statements.

ADMINISTRATIVE EXPENSES: Substantially all administrative expenses  
associated with the Plan are shared by the Company and the Plan.

#### NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PRESENTATION: The Plan's financial statements are prepared on the  
modified cash basis of accounting, which is based on cash receipts and  
disbursements, except for the recognition of the net appreciation or  
depreciation in the fair value of investments at the end of the Plan year.

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INVESTMENT VALUATION AND INCOME RECOGNITION: Investments in mutual funds  
and common stock are stated at fair value, which is determined by quoted  
market prices. Participant loans are carried at the unpaid principal  
balance, which approximates fair value.

Purchases and sales of securities are recorded on a trade-date basis.  
Interest income is recorded on a cash basis. Dividends are recorded on the  
ex-dividend date.

PAYMENT OF BENEFITS: Benefits are recorded when paid.

#### NOTE 3: INVESTMENTS

Investments that represent 5% or more of the Plan's net assets at December 31,  
1995 and 1994, are separately identified in the following table:

<TABLE>  
<CAPTION>



	1995 ----	1994 ----
<S>	<C>	<C>
Capital Preservation Fund	\$3,948,209	\$4,449,702
Fidelity Magellan Fund	1,922,847	543,698
Dreyfus Growth & Income Fund	2,631,178	1,813,434
Dreyfus S&P 500 Index Fund	877,417	286,619
Dreyfus Short-Intermediate Government Fund	997,798	1,008,505
Central Garden & Pet Company Common Stock Fund	1,814,329	685,006

</TABLE>

The Plan's investments (including investments bought, sold, and held during the year) appreciated (depreciated) in fair value for the years ended December 31 as follows:

<TABLE>

<CAPTION>

	1995 ----	1994 ----
<S>	<C>	<C>
Fidelity Magellan Fund	\$ 247,382	\$ (9,650)
Dreyfus Growth & Income Fund	352,640	(132,348)
Dreyfus S&P 500 Index Fund	134,819	(32,267)
Dreyfus Short-Intermediate Government Fund	50,508	(77,316)
Central Garden & Pet Company Common Stock Fund	1,080,672	(1,036,617)
Other	6,143	6,509
	-----	-----
	\$1,872,164	\$(1,281,689)
	=====	=====

</TABLE>

NOTE 4: PLAN MERGERS

On November 17, 1993, the Board of Directors of the Company approved the merger of three affiliated 401(k) plans into the Plan effective December 31, 1993. These included plans known as the Central Garden Supply 401(k) Plan, the Central Garden Supply of Southern California 401(k) Plan, and the Central Garden Sales 401(k) Plan. The Plan was amended as of December 31, 1993, to provide that the vested portion of benefits transferred to the Plan shall continue to be determined in accordance with the vesting schedule of the 401(k) plan from which the benefits were transferred. The assets of the three affiliated 401(k) plans were liquidated and moved to the Plan during 1994. In conjunction with the plans' merger, the Board of Directors of the Company renamed the Plan as the Central Garden & Pet Company Investment Growth Plan, effective December 31, 1993. Also, the Company's Board of Directors designated the Dreyfus Trust Company as Trustee of the Plan, effective January 1, 1994. The Plan net assets were transferred to Dreyfus funds during 1994.

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On September 8, 1994, the Board of Directors of the Company approved the merger of the Colorado Chemical and Fertilizer 401(k) plan (the Colorado Plan) into the Plan effective October 31, 1994. The assets of the Colorado Plan were liquidated and moved to the Plan during 1994. The statement of changes in net assets available for benefits for the year ended December 31, 1994, includes the investment results and other changes in net assets available for benefits for the Colorado Plan beginning November 1, 1994.

NOTE 5: DUE TO PARTICIPANTS WHO HAVE WITHDRAWN

As of December 31, 1995 and 1994, net assets available for benefits included benefits of \$388,599 and \$29,526, respectively, due to participants who have withdrawn from participation in the Plan.

NOTE 6: PARTY-IN-INTEREST TRANSACTIONS

The Plan's investments include Central Garden & Pet Company common stock, representing party-in-interest transactions that qualify as exempt prohibited transactions.

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INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in Registration Statement No. 33-96816 on Form S-8 of Central Garden & Pet Company of our report dated May 3, 1996 (which report includes an explanatory paragraph relating to the Plan's use of the modified cash basis of accounting), appearing in this Annual Report on 11-K of Central Garden & Pet Company Investment Growth Plan for the year ended December 31, 1995.

/s/ Deloitte & Touche LLP

Deloitte & Touche LLP  
San Francisco, California  
June 25, 1996