

As filed with the Securities and Exchange Commission on June 28, 2000

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 11-K

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 1999

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Commission file number 33-96816

A. Full title of the plan and the address of the plan:

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

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 (Modified Cash  
Basis) as of December 31, 1999 and 1998, Audited Statement of Changes in Net  
Assets Available for Benefits, With Supplemental Information (Modified Cash  
Basis) for the Year Ended December 31, 1999, and Notes to Financial Statements  
for the Year Ended December 31, 1999.

2. Exhibit filed as part of this annual report: Exhibit 23 - Consent of  
Deloitte and 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 28, 2000

By: /s/ Elaine Fabbri

-----  
Elaine Fabbri  
Director of Benefits  
and Compensation

Central Garden &

Pet Company

Investment Growth Plan

Financial Statements (Modified Cash Basis)  
as of December 31, 1999 and 1998 and for  
the Year Ended December 31, 1999, Supplemental  
Schedules as of and for the Year Ended  
December 31, 1999, and Independent Auditors'  
Report

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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, 1999 and 1998, and the related statement of changes in net assets available for benefits (modified cash basis) for the year ended December 31, 1999. 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 auditing standards generally accepted in the United States of America. Those standards require that we plan and perform our 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 accounting principles generally accepted in the United States of America.

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, 1999 and 1998, and the changes in net assets available for benefits for the year ended December 31, 1999 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 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 schedules 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.

April 17, 2000

<TABLE>  
<CAPTION>

	Central Garden & Pet Company Common Stock Fund	Participant Directed Investments	Participant Loans	Total
<S>	<C>	<C>	<C>	<C>
ASSETS:				
Investments at fair value:				
Common stock	\$3,886,458			\$
3,886,458				
Mutual funds		\$ 7,316,175		
7,316,175				
Participant loans			\$432,474	
432,474				
---	-----	-----	-----	-----
Total investments	3,886,458	7,316,175	432,474	
11,635,107	-----	-----	-----	-----
---				
Receivables:				
Cash in transit		12,507,879		
12,507,879				
Accrued income		58,532		
58,532				
---		-----		-----
Total receivables	-	12,566,411	-	
12,566,411	-----	-----	-----	-----
---				
Total assets	3,886,458	19,882,586	432,474	
24,201,518	-----	-----	-----	-----
---				
LIABILITIES:				
Administrative expenses payable	(25)	(155)		
(180)	-----	-----		-----
---				
Total liabilities	(25)	(155)		
(180)	-----	-----		-----
---				
NET ASSETS AVAILABLE FOR BENEFITS	\$3,886,433	\$19,882,431	\$432,474	
\$24,201,338	=====	=====	=====	
=====				

See notes to financial statements.  
</TABLE>

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CENTRAL GARDEN & PET COMPANY INVESTMENT GROWTH PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS  
(MODIFIED CASH BASIS)  
DECEMBER 31, 1998

<TABLE>  
<CAPTION>

	Central Garden & Pet Company Common Stock Fund	Participant Directed Investments	Participant Loans	Total
<S>	<C>	<C>	<C>	<C>
ASSETS:				
Investments at fair value:				
Mutual funds		\$17,042,526		
\$17,042,526				
Common stock	\$5,030,128			
5,030,128				
Cash	24,509			
24,509				
Participant loans			\$481,092	

481,092	-----	-----	-----	-----
--				
Total investments	5,054,637	17,042,526	481,092	22,578,255
Receivables - Securities sold 6,490	3,804	2,686		
Cash 45,938	32,921	13,017		
--	-----	-----	-----	-----
Total assets	5,091,362	17,058,229	481,092	22,630,683
--				
LIABILITIES:				
Securities purchased (70,285)	(57,296)	(12,989)		
Administrative expenses payable (21,314)		(21,314)		
--	-----	-----	-----	-----
Total liabilities	(57,296)	(34,303)		
(91,599)	-----	-----	-----	-----
--				
NET ASSETS AVAILABLE FOR BENEFITS	\$5,034,066	\$17,023,926	\$481,092	\$22,539,084
=====	=====	=====	=====	=====

See notes to financial statements.  
</TABLE>

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CENTRAL GARDEN & PET COMPANY INVESTMENT GROWTH PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
(MODIFIED CASH BASIS)  
YEAR ENDED DECEMBER 31, 1999

	Central Garden & Pet Company Common Stock Fund <C>	Participant Directed Investments <C>	Participant Loans <C>	Total <C>
<S>				
ADDITIONS (DEDUCTIONS)				
TO NET ASSETS:				
Investment income:				
Net appreciation (depreciation) in fair value of investments 292,565	\$ (1,476,026)	\$ 1,768,591		\$
Interest and dividend income 497,607	825	459,255	\$ 37,527	
-----	-----	-----	-----	-----
Total investment income (loss) 790,172	(1,475,201)	2,227,846	37,527	
-----	-----	-----	-----	-----
CONTRIBUTIONS:				
Employer 425,180	425,180			
Participants 2,690,154	532,095	2,158,059		
Net interfund transfers -	(425,288)	401,206	24,082	
-----	-----	-----	-----	-----
Total contributions 3,115,334	531,987	2,559,265	24,082	
-----	-----	-----	-----	-----
Net additions (reductions)	(943,214)	4,787,111	61,609	

3,905,506			
-----			
DEDUCTIONS FROM NET ASSETS:			
Benefits paid to participants	195,922	1,896,477	110,227
2,202,626			
Administrative expenses	8,497	32,129	
40,626			
-----			
Total deductions	204,419	1,928,606	110,227
2,243,252			
-----			
NET INCREASE (DECREASE)	(1,147,633)	2,858,505	(48,618)
1,662,254			
NET ASSETS AVAILABLE FOR BENEFITS:			
Beginning of year	5,034,066	17,023,926	481,092
22,539,084			
-----			
End of year	\$ 3,886,433	\$19,882,431	\$432,474
\$24,201,338			
=====			

See notes to financial statements.  
</TABLE>

CENTRAL GARDEN & PET COMPANY  
INVESTMENT GROWTH PLAN

NOTES TO FINANCIAL STATEMENTS  
YEAR ENDED DECEMBER 31, 1999

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 Plan Document 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 \$10,000 in 1999) of compensation. The Company contributed 25% of the first 6% of compensation contributed by participants to the Plan for 1999 and 1998. 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 1999 Company matching contribution (\$417,195) was contributed in 2000. Company contributions are made in Company Stock.

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 is based on the participant's salary and length of service as discussed under Contributions.

Investment Options - Upon enrollment in the Plan, a participant may direct employee contributions in any of eight investment options. Company contributions are made to the Company Stock Fund. The following are the available Plan choices and descriptions obtained from the investment prospectus (or Plan description for Common Stock Fund):

Central Garden & Pet Company Common Stock Fund - The Fund invests in shares of common stock of the Company.

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

Dreyfus Appreciation Fund, Inc. - The Fund seeks long-term capital growth consistent with preservation of capital. This is a common stock fund investing in larger companies that have the potential to experience above average earnings growth.

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Dreyfus Core Bond Fund (formerly Dreyfus Strategic Income Fund) - The Fund seeks maximum current income by investing principally in a variety of income producing securities of both foreign and domestic companies. The fund invests primarily in a variety of debt securities as well as short-term money market instruments.

Capital Preservation Fund - The Fund seeks a high level of current income and stability of principal. The 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.

Heartland Value Fund - The Fund seeks to achieve long-term capital appreciation by investing primarily in equity securities of small companies.

Templeton Foreign Fund - The Fund seeks long-term capital growth through a flexible policy of investing in stocks and debt obligations of companies and governments outside the United States.

Crabbe Huson Real Estate Fund - The Fund seeks to provide shareholders capital appreciation and income. Fund portfolio consists primarily of equity securities, real estate investment trusts and other real estate industry companies in mortgage-backed securities.

Participant Loans - Participant loans are available to active employees for 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.

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 paid in Company stock.

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 - Administrative expenses associated with the Plan are paid for by the Company and the Plan.

Reclassifications - Certain prior year amounts have been reclassified to conform with the current year presentation.

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## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation - The accompanying financial statements have been prepared on the modified cash basis under which certain revenues are recognized when received, disbursements are recognized when made and contributions are recorded as received. Additionally, investments are reflected at fair value. Accordingly, the financial statements are not

intended to present net assets of the Plan in conformity with accounting principles generally accepted in the United States of America.

Investment Valuation and Income Recognition - Investments in mutual funds and common stock are stated at fair value, which is determined by quoted market prices. Purchases and sales of securities are recorded on a trade-date basis. Participant loans are carried at the unpaid principal balance, which approximates fair value.

Payment of Benefits - Benefits are recorded when paid.

New Accounting Pronouncement - In 1999, the Plan adopted Statement of Position 99-3, Accounting for and Reporting of Certain Defined Contribution Plan Investments and Other Disclosure Matters issued by the Accounting Standards Executive Committee of the American Institute of Certified Public Accountants. As a result, the Plan's financial statements do not include the by-fund disclosures.

3. INVESTMENTS

Investments that represent 5% or more of the Plan's net assets at December 31, 1999 and 1998, are separately identified in the following table:

<TABLE>  
<CAPTION>

	1999	1998
<S>	<C>	<C>
Central Garden & Pet Company Common Stock Fund	\$ -	\$5,054,637 *
Dreyfus S&P 500 Index Fund	-	6,758,564
Dreyfus Appreciation Fund	-	3,447,147
Capital Preservation Fund	7,313,212	5,931,737

</TABLE>

\*Non participant-directed

4. PARTY-IN-INTEREST TRANSACTIONS

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

5. SUBSEQUENT EVENT

Effective January 1, 2000, the Board of Directors adopted an amended and restated Central Garden & Pet Investment Growth Plan (the "Plan"). Such amendment included the adoption of the Plan by other subsidiaries of the Company and the merger of plans of other subsidiaries into the Plan, at the discretion of management. As of March 1, 2000, the subsidiary Wellmark International, Inc., became a sponsoring employer of the Plan, and the Wellmark International, Inc. Investment Growth Plan was merged into the Plan effective the same date.

In conjunction with the amendment and restatement, the Board of Directors further approved the appointment of Fleet National Bank as successor trustee of the Plan, replacing the current year trustee, Dreyfus Trust Company; and the appointment of Aetna Financial Services as successor recordkeeper of

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the Plan, replacing the current year recordkeeper, Dreyfus Retirement Services. Trustee and recordkeeper changes were also adopted effective January 1, 2000.

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CENTRAL GARDEN & PET COMPANY INVESTMENT GROWTH PLAN

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

DECEMBER 31, 1999

<TABLE>  
<CAPTION>

Identity	Description	Number of Shares or Par Value	Cost	Fair Value
<S>	<C>	<C>	<C>	<C>
Central Pet & Garden Stock Fund**		374,598.361	\$ 3,886,458	\$ 3,886,458
Dreyfus Investment Funds*				
Core Bond Fund	Mutual Fund	121.786	1,792	1,737
LaSalle Capital Preservation Fund	Mutual Fund	7,313,212.000	7,313,212	7,313,212
Variable Rate Liquid Asset Fund	Liquidity Fund	1,226.000	1,226	1,226

Participation Loans*	Interest rates from 7%-10%	432,474.230	432,474	432,474
--			-----	-----
Total Investments			\$11,635,162	
\$11,635,107			=====	
=====				

</TABLE>

\*Party-in-interest, as defined by ERISA.  
\*\*Non participant-directed

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CENTRAL GARDEN & PET COMPANY INVESTMENT GROWTH PLAN

SCHEDULE OF REPORTABLE 5% TRANSACTIONS  
YEAR ENDED DECEMBER 31, 1999

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<TABLE>  
<CAPTION>

Net Identity Gain (Loss)	Description	Number of Transactions	Purchase Price	Selling Price	Current Value
<S>	<C>	<C>	<C>	<C>	<C>
<b>Purchases:</b>					
Central Garden & Pet Company Stock Fund**	Company stock	87	\$1,525,028	\$ -	\$1,525,028
\$ -					
Dreyfus S&P 500 Index Fund*	Mutual fund	90	1,749,237	-	1,749,237
-					
Dreyfus Appreciation Fund*	Mutual fund	78	994,926	-	994,926
-					
Heartland Value Fund	Mutual fund	40	292,217	-	292,217
-					
La Salle Capital Preservation Fund*	Mutual fund	57	2,341,779	-	2,341,779
-					
TBC Inc. Pooled Employee Fund*	Liquidity fund	103	1,377,829	-	1,377,829
-					
<b>Sales:</b>					
Central Garden & Pet Company Stock Fund** (618,969)	Company stock	107	2,102,750	1,483,781	-
Dreyfus S&P 500 Index Fund* 3,104,102	Mutual fund	62	6,743,602	9,847,704	-
Dreyfus Appreciation Fund* 991,436	Mutual fund	62	3,783,396	4,774,832	-
Heartland Value Fund (4,639)	Mutual fund	53	841,861	837,222	-
La Salle Capital Preservation Fund*	Mutual fund	83	1,319,111	1,319,111	-
-					
TBC Inc. Pooled Employee Fund*	Liquidity fund	79	1,402,319	1,402,319	-
-					

</TABLE>

\*Party-in-interest, as defined by ERISA.  
\*\*Non participant-directed

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INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in Registration Statement No. 333-84737 on Form S-8 of Central Garden & Pet Company of our report dated April 17, 2000 (which includes an explanatory paragraph relating to the modified cash basis of accounting), appearing in this Annual Report on Form 11-K of the Central Garden & Pet Company Investment Growth Plan for the year ended December 31, 1999.

Deloitte & Touche LLP

/s/ Deloitte & Touche LLP

San Francisco, California  
June 26, 2000