

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

**FORM 8-K
CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)

September 18, 2023

Central Garden & Pet Company

(Exact name of Registrant as Specified in its Charter)

Delaware

(State or other jurisdiction
of incorporation)

001-33268

(Commission File
Number)

68-0275553

(IRS Employer
Identification Number)

1340 Treat Boulevard, Suite 600, Walnut Creek, California

(Address of principal executive offices)

94597

(Zip Code)

Registrant's telephone number, including area code

(925) 948-4000

(Former Name or Former Address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class

Common Stock

Class A Common Stock

Trading Symbol(s)

CENT

CENTA

Name of each exchange on which registered

The NASDAQ Stock Market LLC

The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, 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.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 18, 2023, Timothy P. Cofer, the Chief Executive Officer of Central Garden & Pet Company (the “Company”), announced his intention to resign as Chief Executive Officer, effective as of the close of business on October 6, 2023.

Effective as of the close of business on October 6, 2023, Mary Beth Springer, a member of the Company’s Board of Directors, will serve as the Company’s principal executive officer on an interim basis while the Company conducts a search for Mr. Cofer’s replacement as the Company’s Chief Executive Officer.

Ms. Springer, age 59, has served as the Company’s lead independent director since October 2020. From 2009 to 2011, Ms. Springer served as Executive Vice President and General Manager of The Clorox Company. She served as Clorox’s Group Vice President – Strategy and Growth from 2007 until 2009. She was Group Vice President and General Manager, Specialty Division from 2005 to 2007 and Vice President and General Manager, Glad Products Business Unit from 2002 through 2004. Ms. Springer joined Clorox in 1990 as associate marketing manager for household products and subsequently held marketing positions of increasing responsibility. Ms. Springer also serves as an independent director of Amy’s Kitchen, a privately-held organic food company. From 2013 to 2023, Ms. Springer served as an independent director of Nature’s Sunshine Products, Inc., a natural health and wellness company.

There are no family relationships between any director or executive officer of the Company and Ms. Springer, and no transactions reportable under Item 404(a) of Regulation S-K in which she has a direct or indirect material interest. Further, there are no arrangements or understandings between Ms. Springer and any other person pursuant to which she was appointed to serve as the Company’s interim principal executive officer.

Item 9.01. Financial Statements and Exhibits.

[Exhibit 99.1](#) [Press Release, dated September 20, 2023.](#)

Exhibit 104 Cover Page Interactive Data File – the cover page iXBRL tags are embedded within the Inline XBRL document.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CENTRAL GARDEN & PET COMPANY

Date: September 20, 2023

By: /s/ Joyce M. McCarthy
Joyce M. McCarthy
General Counsel and Secretary

Central Garden & Pet Announces Appointment of Lead Independent Director, Beth Springer, as Interim Chief Executive Officer

Current CEO Tim Cofer Departing to Join Keurig Dr Pepper, Initially as COO, and Will Assume the CEO Role in Q2 2024

Central Reaffirms Expectations for Fiscal 2023 Non-GAAP EPS of \$2.55 or Better

WALNUT CREEK, Calif.--(BUSINESS WIRE)--September 20, 2023--Central Garden & Pet Company ("Central") (NASDAQ: CENT) (NASDAQ: CENTA), a market leader in the Pet and Garden industries, today announced that Tim Cofer, Chief Executive Officer since October 2019, has informed the Board of his intent to depart Central, effective as of the close of business on October 6, 2023. Mr. Cofer will join Keurig Dr Pepper, initially as Chief Operating Officer, and will assume the role of Chief Executive Officer in the second quarter of 2024. Beth Springer, Central's Lead Independent Director, has been named as Interim Chief Executive Officer while the Board conducts a comprehensive search for a permanent successor.

"Tim has had a significant and positive impact on Central over the last four years. During his tenure, he established clear strategic direction and successfully navigated the pandemic, delivering record results during a challenging and volatile economic environment. He is a strong leader, and I'm sorry to see him go," said Bill Brown, Chairman of Central Garden & Pet. "At the same time, the Board and I believe we have positioned Central for profitable long-term growth in the foreseeable future thanks to the Central to Home strategy and other recent initiatives. I thank Tim for his many contributions to the Company and wish him success in his new position."

"I have enjoyed a strong and close partnership with Bill since joining Central in 2019 and am proud of all we accomplished together through a challenging environment," said Cofer. "I am convinced that our Central to Home strategy and our ongoing cost and simplicity program will yield positive benefits well into the future. While I am confident that Central will continue to grow and succeed, the opportunity presented to me to lead Keurig Dr Pepper is compelling and exciting, and it is the right next step for me. I am committed to ensuring the smoothest possible transition, and I wish all of the team at Central well."

Springer has served on the Central Board since 2013 and brings extensive experience in management, operations and consumer products. She spent over 20 years with The Clorox Company, serving in multiple management roles including Executive Vice President and General Manager of The Clorox Company. Springer also serves as an independent director of Amy's Kitchen, a privately held organic food company, and previously served as an independent director of Nature's Sunshine Products, Inc., a publicly traded natural health and wellness company.

The Company reaffirmed expectations for fiscal 2023 non-GAAP EPS of \$2.55 or better.

About Central Garden & Pet

Central Garden & Pet Company (NASDAQ: CENT) (NASDAQ: CENTA) understands that home is central to life and has proudly nurtured happy and healthy homes for over 40 years. With fiscal 2022 net sales of \$3.3 billion, Central is on a mission to lead the future of the Pet and Garden industries. The Company's innovative and trusted products are dedicated to helping lawns grow greener, gardens bloom bigger, pets live healthier and communities grow stronger. Central is home to a leading portfolio of more than 65 high-quality brands including Amdro®, Aqueon®, Cadet®, Farnam®, Ferry-Morse®, Four Paws®, Kaytee®, K&H®, Nylabone® and Pennington®, strong manufacturing and distribution capabilities and a passionate, entrepreneurial growth culture. Central is based in Walnut Creek, California and has over 7,000 employees across North America and Europe. Visit www.central.com to learn more.

Safe Harbor Statement

“Safe Harbor” Statement under the Private Securities Litigation Reform Act of 1995: The statements contained in this release which are not historical facts, including statements concerning expectations for profitable long-term growth in the foreseeable future, the long-term benefits of our Central to Home strategy and our ongoing cost and simplicity program, and earnings guidance for fiscal 2023, are forward-looking statements that are subject to risks and uncertainties that could cause actual results to differ materially from those set forth in or implied by forward-looking statements. All forward-looking statements are based upon our current expectations and various assumptions. There are a number of risks and uncertainties that could cause our actual results to differ materially from the forward-looking statements contained in this release. Please refer to our filings with the Securities and Exchange Commission for further detail.

Contacts

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