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

(Print or Type Perponses)

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] PENNINGTON BROOKS III			2. Issuer Name and Ticker or Trading Symbol CENTRAL GARDEN & PET CO [CENT]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			
1340 TREAT BI	3. Date of Earliest Transaction (Month/Day/Year) 08/13/2018						Officer (give title below)	Other (specify l	pelow)			
(Street) WALNUT CREEK, CA 94597			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_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									
(Instr. 3)		(Month/Day/Year)		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)	6. Ownership Form:	Beneficial	
			(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Class A Commo	n Stock	08/13/2018		F <u>(1)</u>		165	D	\$ 36.69	36,305	D		
Class A Commo	n Stock								3,876	Ι	By Spouse (2)	
Class A Commo	n Stock								15,208	Ι	By LLC (3)	
Units									1,604.337	I	By 401(k) Account (4)	
Common Stock									159,950	D		
Common Stock									6,938	Ι	By Spouse (2)	
Common Stock									7,604	Ι	By LLC (3)	
Common Stock									40,040	Ι	By LP (5)	

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

Persons who respond to the collection of information SEC 1474 (9-02) contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

			(e.g.,]	Juis, cans, v	warr	ants, o	ptions, conver	uble securi	illes)					
1. Title of			3A. Deemed	4.	5.	1	6. Date Exer		7. Tit			9. Number of		11. Nature
	Conversion		Execution Date, if	Transaction	n Ni	imber	and Expirati		Amou		Derivative		Ownership	
Security	or Exercise	(Month/Day/Year)	any	Code	of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	De	rivativ	•		Secur	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				Se	curities			(Instr	. 3 and		Owned	Security:	(Instr. 4)
	Security				Ac	quired			4)			Following	Direct (D)	
					(A) or						Reported	or Indirect	
					Di	sposed						Transaction(s)	(I)	
					of	(D)						(Instr. 4)	(Instr. 4)	
					(Ir	str. 3,								
					4,	and 5)								
										Amount				
							Date	Expiration		or				
							Exercisable	*	Title	Number				
							Excicisable	Date		of				
				Code V	(A	(D)				Shares				

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
PENNINGTON BROOKS III 1340 TREAT BLVD SUITE 600 WALNUT CREEK, CA 94597	Х						

Signatures

/s/Brooks Pennington III	08/14/2018
**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).
- (1) Shares delivered by Reporting Person in payment of the withholding tax liability upon vesting of restricted stock. The amount of shares withheld is based on the average of the high and low of the sales prices of CENTA on August 13, 2018.
- (2) Mr. Pennington disclaims beneficial ownership of 3,876 shares of the Issuer's Class A Common Stock owned by his spouse and 6,938 shares of the Issuer's Common Stock owned by his spouse.
- (3) By Pennington Management Company II, LLC, in which Mr. Pennington has an ownership interest. Mr. Pennington is the President of Pennington Management Company II, LLC. Mr. Pennington disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (4) The units represent interests in the CENTA Stock Fund in the Issuer's 401(k) Plan, which consist of shares of CENTA stock and cash.
- (5) By BPCB Partners L.P. The general managing partner of BPCB Partners L.P. is BPCB Management Company LLC ("BPCBLLC") and Mr. Pennington is the sole member of BPCBLLC. Mr. Pennington disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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