Edgar Filing: CENTRAL GARDEN & PET CO - Form 4

Washington, D.C. 20549 N Check this box if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES E								OMB Number: Expires: Estimated a burden hou response	irs per		
(Print or Type Resp	ponses)										
SCOPIA MANAGEMENT INC Sy:			Symbol	er Name an RAL GAI			-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Mont			(Month/	. Date of Earliest Transaction Month/Day/Year) 4/04/2008				Director X 10% Owner Officer (give title Other (specify below)			
				Amendment, Date Original (Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person X_ Form filed by More than One Reporting 			
(City)	(State)	(Zip)	Tal	ble I - Non-	Derivativ	e Secu	rities Ac	Person quired, Disposed o	f. or Beneficia	llv Owned	
Security (Ma (Instr. 3)	Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of		
Central Garden & 04, Pet Co Class A	/04/2008			Р	4,578	A	\$ 4.325	6,645,142	I	See Footnote	

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 of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
SCOPIA MANAGEMENT INC 450 SEVENTH AVENUE 43RD FLOOR NEW YORK, NY 10123		Х					
MINDICH JEREMY C/O SCOPIA MANAGEMENT INC 450 SEVENTH AVENUE, 43RD FLOOR NEW YORK, NY 10123		Х					
SIROVICH MATTHEW C/O SCOPIA MANAGEMENT INC 450 SEVENTH AVENUE, 43RD FLOOR NEW YORK, NY 10123		Х					
Signatures							
Scopia Management Inc By: /s/ Jeremy Min President	dich,	04/08/2008					
**Signature of Reporting Person			Date				
/s/ Jeremy Mindich	04/08/2008						
**Signature of Reporting Person			Date				
/s/ Matthew Sirovich		04/08/2008					
<u>**</u> 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).

These securities are held in the accounts of several investment funds and managed accounts (the "Investment Vehicles") for which Scopia Management Inc. ("Scopia Management") serves as the investment manager. Matthew Sirovich and Jeremy Mindich are the control

(1) Management inc. (Scopia Management) screes as the investment manager. Matthew Shoven and Sciency Mindeen are the control persons of Scopia Management. Scopia Management and Messrs. Sirovich and Mindich may be deemed to beneficially own the securities held by the Investment Vehicles and Messrs. Sirovich and Mindich's status as the control persons of Scopia Management.

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.