

CENTRAL GARDEN & PET CO  
Form 8-K  
April 07, 2009

**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) April 1, 2009

**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 No.)

**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):

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- .. 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))

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

On April 1, 2009, Central Garden & Pet Company (the Company) issued a press release announcing that Stuart Booth, the Company's Executive Vice President, Chief Financial Officer and Secretary, will be transitioning into a new role within the Company effective upon the successful completion of a search for a new Chief Financial Officer. A copy of the press release is attached hereto as Exhibit 99.1.

In connection with his resignation as Chief Financial Officer, Mr. Booth and the Company entered into a Separation Agreement and General Release of All Claims (the Separation Agreement), a copy of which is attached hereto as Exhibit 99.2 and incorporated by reference herein. Pursuant to the Separation Agreement, Mr. Booth will remain in his current position until a new Chief Financial Officer is hired and for a reasonable transition period thereafter as requested by the Company not to exceed sixty (60) days. During the transition period, the Company will continue Mr. Booth's current base salary and Mr. Booth will be eligible for a transition bonus of up to \$10,000 per month for each full month.

**Item 9.01. Financial Statements and Exhibits**

- 99.1 Press Release dated April 1, 2009.
- 99.2 Separation Agreement and General Release of All Claims between Stuart W. Booth and Central Garden & Pet Company, dated April 1, 2009.

**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

By: /s/ William E. Brown  
William E. Brown  
Chairman and Chief Executive Officer

Dated: April 7, 2009