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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden	
hours per response:	0.5

1. Name and Address of Reporting Person* NORRIS CHARLES A			2. Issuer Name and Ticker or Trading Symbol <u>Freshpet, Inc.</u> [FRPT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
				X	Director	10% Owner			
(Last) C/O FRESHPET	FRESHPET, INC.		3. Date of Earliest Transaction (Month/Day/Year) 11/05/2015		Officer (give title below)	Other (specify below)			
400 PLAZA DRIVE, FLOOR 1			4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check						
,				Line)					
(Street)				X	Form filed by One Repor	ting Person			
SECAUCUS	NJ	07094			Form filed by More than Person	One Reporting			
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		ransaction Disposed Of (D) (Instr. 3, 4 and 5) Code (Instr.		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	11/05/2015		J ⁽¹⁾		1,101,320	D	\$0.00	2,229,771	Ι	By Freshpet Investors, LLC
Common Stock	11/05/2015		J ⁽²⁾		108,818	A	\$0.00	306,167	I	By Norris Trust dtd 6/18/02

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. Transa Code (8)		5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5	ative rities ired osed . 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. On November 5, 2015, Freshpet Investors, LLC ("FPI") completed a pro rata distribution to its investors. The Reporting Person is a managing member of FPI and may be deemed to beneficially own shares held by FPI as a result. The Reporting Person disclaims beneficial ownership of any shares held or controlled by FPI, including the shares distributed by FPI, except to the extent of his pecuniary interest therein.

2. The Reporting Person beneficially owns the shares held by Norris Trust dtd 6/18/02 which acquired 108,818 shares as a result of the pro rata distribution of shares by FPI.

Remarks:

<u>/s/ Richard A. Kassar, as</u> <u>attorney-in-fact for the</u>

Reporting Person

<u>11/09/2015</u>

** Signature of Reporting Person Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.