SEC Form 4	
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FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
OMB Number: 3235-0

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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 Addr Morris Scot	ress of Reporting P <u>t James</u>	erson*	2. Issuer Name a Freshpet, Inc		ng Symbol		tionship of Reportin all applicable) Director	10% (% Owner
(Last) C/O FRESHPE	(First) ET, INC.	(Middle)	3. Date of Earliest 03/15/2024	t Transaction (Mo	nth/Day/Year)	X	Officer (give title below) Presiden	Other below t and COO	(specify)
400 PLAZA DRIVE, 1ST FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check A Line)						
(Street)							Form filed by One	e Reporting Per	son
SECAUCUS	NJ	07094					Form filed by Mor Person	re than One Rep	porting
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication						
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
								0.0	7 Materia

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11150.4)
Common Stock	03/15/2024		М		3,632	A	\$8.9	124,512	D	
Common Stock	03/15/2024		S		3,632	D	\$109.865 ⁽¹⁾	122,380	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Transaction Code (Instr. 8) Derivative Conversion Date Execution Date of Expiration Date (Month/Day/Year) Amount of Derivative derivative Ownership of Indirect (Month/Day/Year) Security (Instr. 3) or Exercise Price of if any (Month/Day/Year) Derivative Securities Underlying Security (Instr. 5) Securities Beneficially Form: Direct (D) Beneficial Ownership Securities Derivative Security or Indirect (I) (Instr. 4) Derivative Acquired Owned (Instr. 4) (A) or Disposed Following Reported Security (Instr. 3 and 4) of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount or Number Date Exercisable Expiration Date of Code ν (A) (D) Title Shares Options to purchase Commor \$<mark>8.9</mark> 03/15/2024 (2) 09/27/2026 3.632 78,368 D Μ 3.632 \$<mark>0</mark> common Stock stock

Explanation of Responses:

1. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$109.77 to \$110.00. The reporting person undertakes to provide to Freshpet, Inc., any security holders of Freshpet, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each price within the range set in this Form 4

2. The options were issued pursuant to the Issuer's 2014 Omnibus Incentive Plan. The options vested on December 31, 2020.

<u>/s/ Stephen Macchiaverna, as</u> attorney-in-fact for the <u>Reporting Person</u>

04/10/2024

** 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.