FORM 4

Check this box if no longer subjection 16. Form 4 or Form 5

obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ct to	STATEMENT

## OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

Name and Address of Reporting Person*     KING ROBERT C						2. Issuer Name <b>and</b> Ticker or Trading Symbol Freshpet, Inc. [ FRPT ]										all applicable) Director		g Person(s) to Issuer 10% Owner		)wner	
	(Fi	C.	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 11/13/2014											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 Applicable Line)					
(Street) SECAUC	treet) ECAUCUS NJ 07094															X Form filed by One Reporting Person  Form filed by More than One Reporting Person					
(City)	(St	ate) (.	Zip)																		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
Date					ate Month/Day/Year)			2A. Deemed Execution Date, if any (Month/Day/Year)		action (Instr.	Disposed	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			4 and Se		Securities Beneficially		nership Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	Amount		(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				(111341. 4)				
Common	Stock <sup>(1)</sup>			11/13	/2014				P		10,000	(2)	A	\$1	L <b>5</b>	12	12,500 <sup>(3)</sup> D				
		Та							,		osed of, onvertib				,	vned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date, Transaction Code (Ins					6. Date I Expirati (Month/	on Dat		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)				vative urity tr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	vnership orm: rect (D) Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	\ 			Date Evercisable		Expiration	Title	or Nun of	ount nber							

## **Explanation of Responses:**

- 1. Due to a clerical error, the Reporting Person failed to file a Form 4 related to the purchase.
- 2. Represents shares of Common Stock purchased pursuant to the Issuer's directed share program in connection with the Issuer's initial public offering.
- 3. The Reporting Person would have held 10,000 shares of Common Stock at the time the Form 4 should have been filed and holds 12,500 shares of Common Stock as of the date of this Form 4.

## Remarks:

/s/ Richard A. Kassar, as 04/24/2015 Attorney-in-fact for the **Reporting Person** 

\*\* 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.