FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-0287									
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0.5

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

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 Address of Reporting Person* <u>Macchiaverna Stephen</u>						2. Issuer Name and Ticker or Trading Symbol Freshpet, Inc. [FRPT]								Check	all applic Directo	cable)	Person(s) to Issu 10% Ow Other (s		ner	
(Last) (First) (Middle) C/O FRESHPET, INC. 400 PLAZA DRIVE, FLOOR 1						3. Date of Earliest Transaction (Month/Day/Year) 05/10/2018								X	below)			below)		
Street) SECAUCUS NJ 07094  (City) (State) (Zip)					_	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(City)	(5			lon-Deri	vative	Soc	uriti	ios A <i>i</i>	cauire		ienosod (	of or B	enefici:	ally C	)wnoc	<u> </u>				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/N				tion	n 2A. Deemed Execution Da		d Date,	3. Transaction Code (Instr. 8)		A. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an		(A) or	5. Amo Securit Benefic Owned		int of es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
							Code	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)			
Common stock			05/10/2	018				M		946	A	\$7.1		73,884		D				
Common stock 05/			05/10/2	018				S		946	D	\$20.465	59(1) 72		2,938		D			
Common stock 05/10/20				018	18			M		4,000	A	\$9.0:	5 76		5,938		D			
Common stock 05/10/20			018	18		S		4,000	D	\$20.50	$0.505^{(2)}$		2,938		D					
		T	able								sposed of				vned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any		4. Transa Code ( 8)			vative urities uired or oosed O) tr. 3, 4	6. Date Exer Expiration D (Month/Day/		ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Der Sec (Ins	Price of ivative curity str. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	Amount or Number of Shares							
Options to purchase common stock	\$7.1	05/10/2018			M			946	(3	5)	12/31/2020	Commor Stock	946		\$0	0		D		
Options to purchase common	\$9.05	05/10/2018			M			4,000	(4	4)	05/09/2026	Commor Stock	4,000		\$0	37,995		D		

## **Explanation of Responses:**

- 1. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.45 to \$20.50. 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
- 2. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.45 to \$20.525. 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
- 3. The options were issued pursuant to the Issuer's 2010 Stock Option Plan, as amended. 40% of the options vest on November 7, 2015 and 60% of the options vest on November 7, 2016.
- 4. The options were issued pursuant to the Issuer's 2014 Omnibus Incentive Plan. The option vests in three equal annual installments beginning May 9, 2017.

/s/ Richard A. Kassar, as Attorney-in-fact for the

05/11/2018

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.