

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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>Scooby Aggregator, LP</u> <hr/> (Last) (First) (Middle) C/O CVC CAPITAL PARTNERS ONE MARITIME PLAZA, 16TH FL, 300 CLAY ST <hr/> (Street) SAN FRANCISCO CA 94111 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Petco Health &amp; Wellness Company, Inc. [ WOOF ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2021	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock	06/01/2021		s		22,000,000	D	\$23.16	149,224,140	I	By Scooby Aggregator, LP <sup>(1)</sup>

**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. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)					

1. Name and Address of Reporting Person\*  
Scooby Aggregator, LP  


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 (Last) (First) (Middle)  
 C/O CVC CAPITAL PARTNERS  
 ONE MARITIME PLAZA, 16TH FL, 300 CLAY ST  


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 (Street)  
 SAN FRANCISCO CA 94111  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Scooby LP  


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 (Last) (First) (Middle)  
 C/O CVC CAPITAL PARTNERS  
 ONE MARITIME PLAZA, 16TH FL, 300 CLAY ST  


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 (Street)  
 SAN FRANCISCO CA 94111  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*

Scooby GP LLC

(Last) (First) (Middle)

C/O CVC CAPITAL PARTNERS  
ONE MARITIME PLAZA, 16TH FL, 300 CLAY ST

(Street)

SAN FRANCISCO CA 94111

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Scooby Aggregator GP, LLC

(Last) (First) (Middle)

C/O CVC CAPITAL PARTNERS  
ONE MARITIME PLAZA, 16TH FL, 300 CLAY ST

(Street)

SAN FRANCISCO CA 94111

(City) (State) (Zip)

**Explanation of Responses:**

1. These securities are held of record by Scooby Aggregator, LP. The general partner of Scooby Aggregator LP is Scooby Aggregator GP, LLC, a member-managed limited liability company whose sole member is Scooby LP. The general partner of Scooby LP is Scooby GP LLC, a member-managed limited liability company whose sole members are CVC Pet LP and Canada Pension Plan Investment Board ("CPP Investments"). Each of Scooby Aggregator LP, Scooby LP, Scooby GP LLC, CVC Pet LP and CPP Investments disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Securities and Exchange Act of 1934, as amended, except to the extent of their pecuniary interest therein, if any.

**Remarks:**

Scooby LP; By Scooby GP, LLC, its general partner; By /s/ Cameron Breitner, Authorized Signatory. 06/01/2021  
Scooby GP, LLC; By /s/ Cameron Breitner, Authorized Signatory. 06/01/2021  
Scooby Aggregator, LP; By Scooby Aggregator GP, LLC, its general partner; By /s/ Cameron Breitner, Authorized Signatory. 06/01/2021  
Scooby Aggregator GP, LLC; By Scooby LP, its sole member; By /s/ Cameron Breitner, Authorized Signatory. 06/01/2021

\*\* 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.