SEC	Form	4
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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB Number: 3235-0287				
Estimated average burden				
hours per response:	0.5			

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 [*] Zavada John (Last) (First) (Middle) C/O PETCO HEALTH AND WELLNESS COMPANY, INC., 10850 VIA FRONTERA	2. Issuer Name and Ticker or Trading Symbol Petco Health & Wellness Company, Inc. WOOF 3. Date of Earliest Transaction (Month/Day/Year) 12/05/2022	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) Chief Admin. Officer 6. Individual or Joint/Group Filing (Check Applicable Line)			
INC., 10850 VIA FRONTERA					
(Street) SAN DIEGO CA	92127		X Form filed	l by One Reporting Person I by More than One Reporting	
(City) (Sta	ate) (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)	Code (4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		Securities	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)		(1150.4)
Class A Common Stock ⁽¹⁾	12/05/2022		A		53,127	Α	\$0.00	249,642 ⁽²⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amount 9. Number of 2. 3. Transaction 8. Price of 10. 11. Nature Derivative Security (Instr. 3) Execution Date, if any (Month/Day/Year) of Securities Underlying Derivative Security Derivative Security (Instr. 5) Transaction Code (Instr. Derivative Securities derivative Securities Ownership Form: of Indirect Beneficial Conversion Expiration Date (Month/Day/Year) or Exercise Price of (Month/Day/Year Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Direct (D) 8) Beneficially Ownership Derivative (Instr. 3 and 4) Owned or Indire (Instr. 4) Security Following (I) (Instr. 4) Reported Transaction(s Amount (Instr. 4) or Number Date Expiration (D) Code v (A) Exercisable Date Title of Shares Employee Stock Option Class A 12/05/2022 (3) 12/05/2032 213,676 \$10.98 213,676 **\$0.00** 213,676 D Α Commor (right to Stock buy)

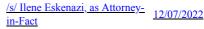
Explanation of Responses:

1. Represents 53,127 restricted stock units ("RSUs") granted under the Petco Health and Wellness Company, Inc. 2021 Equity Incentive Plan (the "2021 Plan"). Each RSU represents the right to receive one share of Class A common stock of the Issuer ("Class A Common Stock"). The RSUs will vest in the following installments: (i) 10% on the date that is 6 months following 12/05/2022 (the "Grant Date"); (ii) 20% on the first anniversary of the Grant Date; (iii) 30% on the date that is 18 months following the Grant Date; and (iv) 40% on the second anniversary of the Grant Date.

2. Includes 181,730 outstanding RSUs granted under the 2021 Plan.

3. Represents options to purchase Class A Common Stock granted under the 2021 Plan. The options will vest in the following installments: (i) 10% on the date that is 6 months following Grant Date; (ii) 20% on the first anniversary of the Grant Date; (iii) 30% on the date that is 18 months following the Grant Date; and (iv) 40% on the second anniversary of the Grant Date.

Remarks:



** 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.