Edgar Filing: SCOTTS MIRACLE-GRO CO - Form 4

SCOTTS M Form 4 March 12, 2	IRACLE-GRO	CO									
									OMB AF	PROVAL	
-	UNITE	D STATES	ES SECURITIES AND EXCHANGE COM Washington, D.C. 20549					OMMISSION	OMB Number:	3235-0287	
Check tl if no lon subject t Section Form 4 e Form 5	iger 50 16. or Filed p								Expires:January 31, 2005Estimated averageburden hours per response0.5		
obligatio may con <i>See</i> Instr 1(b).	ons Section 1	Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940									
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Smith Ivan C								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) C/O THE SCOTTS MIRACLE-GRO COMPANY, 14111 SCOTTSLAWN ROAD			(\mathbf{y})					Director 10% Owner XOfficer (give titleOther (specify below) below) EVP, GC and Secretary			
			(Month/Day/Year) A				6. Individual or Joint/Group Filing(Check Applicable Line) _XForm filed by One Reporting Person				
MARYSVILLE, OH 43041								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Secur	ities Acqu	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year		Date, if	Code (Instr. 8)	4. Securiti our Dispos (Instr. 3, 4	ed of (4 and 5 (A) or	D) i)	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)	
Common Shares	03/10/2014			Code V A	Amount 3.0023	(D) A	Price \$ 59.5542	<i>A</i> 1 <i>A</i> 11 Q 1	Ι	By DSPP (1)	
Common Shares								4,543	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Smith Ivan C C/O THE SCOTTS MIRACLE-GRO COMPANY 14111 SCOTTSLAWN ROAD MARYSVILLE, OH 43041			EVP, GC and Secretary			
Signatures						
Kathy L. Uttley as attorney-in-fact for Ivan C. Smith	03/12/2	2014				
**Signature of Reporting Person	Date					

Explanation of Responses:

- * 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).
- (1) Common Shares were acquired pursuant to the dividend reinvestment feature of The Scotts Miracle-Gro Company Discounted Stock Purchase Plan (DSPP).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.