Edgar Filing: Mistretta Nancy G. - Form 4

Mistretta Nancy G. Form 4								
March 13, 2018						PPROVAL		
t	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,					3235-0287		
Section 16. Form 4 or Form 5						January 31, 2005 average irs per 0.5		
may continue. See Instruction 1(b).) of the Investmen	• • •	Act of 1935 or Sectio of 1940	'n			
(Print or Type Responses)							
1. Name and Address of Mistretta Nancy G.	Reporting Person [*]	2. Issuer Name an Symbol SCOTTS MIRA [SMG]		Issuer	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (Firs C/O THE SCOTTS COMPANY, 14111 ROAD	MIRACLE-GRO	3. Date of Earliest T (Month/Day/Year) 03/09/2018	ransaction	X Director Officer (give below)		6 Owner er (specify		
(Stree	et)	4. If Amendment, D Filed(Month/Day/Yea	-	Applicable Line)	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
MARYSVILLE, OF	H 43041			Form filed by N Form filed by N Person				
(City) (State	e) (Zip)	Table I - Non-	Derivative Securi	ties Acquired, Disposed o	f, or Beneficia	lly Owned		
	ction Date 2A. Deen Day/Year) Execution any (Month/D	n Date, if Transactic Code Day/Year) (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D)	Securities H 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)		
Reminder: Report on a se	eparate line for each c	lass of securities bene	ficially owned dire	ectly or indirectly.				

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. 5. TransactionNumber Code of (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		r Expiration I (Month/Day ive ees eed eed			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
			Code	V (A) (I	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Dividend Equivalent Rights	<u>(1)</u>	03/09/2018	А	39	<u>(1)</u>	(1)	Common Shares	39	\$ 91.8

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Mistretta Nancy G. C/O THE SCOTTS MIRACLE-GRO COMPANY 14111 SCOTTSLAWN ROAD MARYSVILLE, OH 43041	Х				
Signatures					
Kathy L. Uttley as attorney-in-fact for Nancy G. Mistretta	03/13/2018				
<u>**</u> 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) The dividend equivalent rights accrued on DSU or RSU grants and become exercisable proportionately with the DSUs or RSUs to which they relate. Each dividend equivalent right is the economic equivalent of one common share of the Issuer.

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.