Edgar Filing: SCOTTS MIRACLE-GRO CO - Form 4

SCOTTS M Form 4	IRACLE-GRO C	0											
November 1	7, 2014												
FORM	ЛД									OMB A	PPROVAL		
	UNITED	STATES				ND EXC D.C. 205		GE CO	OMMISSION	OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or				GES IN BENEFICIAL OWNERSHIP O SECURITIES					ERSHIP OF	Expires: January 3 200 Estimated average burden hours per response 0.			
Form 5 obligatio may con <i>See</i> Instr 1(b).	ons Section 17((a) of the H	Public U	tility Ho	ld		pany	Act of 1	Act of 1934, 1935 or Section	•			
(Print or Type	Responses)												
Hagedorn Partnership, L.P. Symbol				er Name and Ticker or Trading					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			of Earliest Transaction /Day/Year) 2014				- - t	Director Officer (give t pelow)	itleOtho below)	6 Owner er (specify			
				nth/Day/Year)				A	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
PORT WA	SHINGTON, NY	11050						Ē	Form filed by Mo Person	ore than One Re	porting		
(City)	(State)	(Zip)	Tab	le I - Non-	De	erivative S	ecuriti	ies Acqui	ired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code	on (4. Securitie or Disposed (Instr. 3, 4 a) Amount	d of (D)	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	11/13/2014			S		104,604	D	\$ 60.16	16,204,515	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly 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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Hagedorn Partnership, L.P. 800 PORT WASHINGTON BOULEVA PORT WASHINGTON, NY 11050	RD	Х						
Signatures								
/s/ Rob McMahon, Attorney-in-Fact	11/17/2014							
**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).

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.