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Johnson Stepl Form 4	nen L									
September 11	, 2012									
FORM	4				~~~ .		~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~		OMB APPROVAL	
		CURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					3235-0287			
Check this if no longe subject to Section 16 Form 4 or Form 5	er STATEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires:January 31 2005Estimated average burden hours per response0.5	
obligation may contin <i>See</i> Instruct 1(b).	s Section 17(Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 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 R	esponses)									
1. Name and Ac Johnson Step	ldress of Reporting hen L	Syı	2. Issuer Name and Ticker or Trading Symbol SCOTTS MIRACLE-GRO CO [SMG]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(First) () COTTS MIRAC 14111 SCOTT	(M LE-GRO 09	Date of Earliest T Ionth/Day/Year) 0/10/2012	ransaction			X Director Officer (giv below)		% Owner her (specify	
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
MARYSVIL	LE, OH 43041						Form filed by Person			
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Secu	rities A	cquired, Disposed	of, or Beneficia	lly Owned	
	. Transaction Date Month/Day/Year)		Code	Disposed (Instr. 3, 4	(A) 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)	
Reminder: Repo	rt on a separate line	e for each class of	of securities benef	•		•	or indirectly.		NEC 1474	

Persons who respond to the collection of information contained in this form are not (9-02) 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 2. 3. Transaction Date 3A. Deemed 4. 5. 6. Date Exercisable and 7. Title and Amount of 8. Price of Derivative (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date Underlying Securities Derivative Conversion Security or Exercise Code (Month/Day/Year) (Instr. 3 and 4) of Security any (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Derivative (Instr. 5) Derivative Securities Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date or Number of Shares Deferred Common (1) (1) Stock 3 3 \$42.98 (1) 09/10/2012 Α Shares Units Deferred Common (1) (1) Stock (1) 09/10/2012 А 14 14 \$ 42.98 Shares Units Deferred Common (1) (1) Stock 1 \$ 42.98 09/10/2012 1 (1) А Shares Units Deferred Common (1) (1) Stock 1 \$ 42.98 (1) 09/10/2012 Α 1 Shares Units Deferred Common (1) (1) Stock (1) 09/10/2012 А 1 1 \$ 42.98 Shares Units Deferred Common (1) (1) Stock А 1 1 \$ 42.98 (1) 09/10/2012 Shares Units Deferred Common (1) (1) Stock 15 15 \$42.98 (1) 09/10/2012 Α Shares Units Deferred Common (1) (1) Stock 1 \$ 42.98 (1) 09/10/2012 А 1 Shares Units Deferred Common Stock 1 (1) (1) 1 \$ 42.98 09/10/2012 А (1) Shares Units Deferred Common (1) Stock (1) <u>(1)</u> 09/10/2012 Α 1 1 \$42.98 Shares Units

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Johnson Stephen L C/O THE SCOTTS MIRACLE-GRO COMPANY 14111 SCOTTSLAWN ROAD MARYSVILLE, OH 43041	Х					
Signatures						
Kathy L. Uttley as attorney-in-fact for Stephen L. Johnson		09/11/20	12			
**Signature of Reporting Person		Date				
Evaluation of Decanonace						

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) Additional deferred stock units received pursuant to dividend equivalents as a result of dividends paid with respect to the common shares of The Scotts Miracle-Gro Company underlying deferred stock units already held.

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.