Edgar Filing: SCOTTS MIRACLE-GRO CO - Form 4

Form 4	IRACLE-GRO C	0									
June 25, 201 FORM Check th if no lon subject t Section Form 4 of Form 5 obligation may con <i>See</i> Instri 1(b).	A 4 UNITED his box ger o 16. br Filed pur Section 17(MENT OF rsuant to S (a) of the P	Was CHAN ection 1 Public U	shington, IGES IN SECUR 6(a) of th	D.C. 20 BENEF ITIES e Securi ding Cor	ICIA ties E	LOWN Exchange y Act of	OMMISSION ERSHIP OF Act of 1934, 1935 or Section	OMB Number: Expires: Estimated a burden hour response		
(Print or Type		- *									
HAGEDORN JAMES Symbol SCOT			Symbol	er Name and Ticker or Trading TS MIRACLE-GRO CO				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				of Earliest Transaction /Day/Year) /2014				_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) below) Chairman and CEO			
MARYSVI	endment, Date Original onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 						
(City)	(State)	(Zip)				C		Person			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		ed Date, if	 a. A. Securities Acquired a. A. Securities Acquired b. Transactior(A) or Disposed of (D) code (Instr. 3, 4 and 5) (Instr. 8) 			cquired d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Common Shares	06/24/2014			Code V S(1)	Amount 100	or (D) D	Price \$ 56.835	(Instr. 3 and 4) 72,036.751	D		
Common Shares	06/24/2014			S <u>(1)</u>	100	D		71,936.751	D		
Common Shares	06/24/2014			S <u>(1)</u>	901	D	\$ 56.86	71,035.751	D		
Common Shares	06/24/2014			S <u>(1)</u>	1,232	D	\$ 56.87	69,803.751	D		
	06/24/2014			S (1)	700	D	\$ 56.89	69,103.751	D		

Common

Shares

Common Shares	06/24/2014	S <u>(1)</u>	700	D	\$ 56.9	68,403.751	D
Common Shares	06/24/2014	S <u>(1)</u>	1,100	D	\$ 56.91	67,303.751	D
Common Shares	06/24/2014	S <u>(1)</u>	1,200	D	\$ 56.92	66,103.751	D
Common Shares	06/24/2014	S <u>(1)</u>	1,300	D	\$ 56.93	64,803.751	D
Common Shares	06/24/2014	S <u>(1)</u>	254	D	\$ 56.94	64,549.751	D
Common Shares	06/24/2014	S <u>(1)</u>	600	D	\$ 56.95	63,949.751	D
Common Shares	06/24/2014	S <u>(1)</u>	800	D	\$ 56.96	63,149.751	D
Common Shares	06/24/2014	S <u>(1)</u>	700	D	\$ 56.97	62,449.751	D
Common Shares	06/24/2014	S <u>(1)</u>	1,403	D	\$ 56.98	61,046.751	D
Common Shares	06/24/2014	S <u>(1)</u>	587	D	\$ 56.99	60,459.751	D
Common Shares	06/24/2014	S <u>(1)</u>	2,238	D	\$ 57	58,221.751	D
Common Shares	06/24/2014	S <u>(1)</u>	446	D	\$ 57.01	57,775.751	D
Common Shares	06/24/2014	S <u>(1)</u>	1,800	D	\$ 57.015	55,975.751	D
Common Shares	06/24/2014	S <u>(1)</u>	672	D	\$ 57.02	55,303.751	D
Common Shares	06/24/2014	S <u>(1)</u>	1,145	D	\$ 57.03	54,158.751	D
Common Shares	06/24/2014	S <u>(1)</u>	953	D	\$ 57.04	53,205.751	D
Common Shares	06/24/2014	S <u>(1)</u>	900	D	\$ 57.05	52,305.751	D
Common Shares	06/24/2014	S <u>(1)</u>	701	D	\$ 57.06	51,604.751	D
Common Shares	06/24/2014	S <u>(1)</u>	500	D	\$ 57.065	51,104.751	D
	06/24/2014	S <u>(1)</u>	1,200	D	\$ 57.07	49,904.751	D

Edgar Filing: SCOTTS MIRACLE-GRO CO - Form 4

Common Shares

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)	3A. Deemed Execution Date, if any (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	7. Title a Amount Underlyi Securitie (Instr. 3	of ing es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title N of	umber		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HAGEDORN JAMES C/O THE SCOTTS MIRACLE-GRO COMPANY 14111 SCOTTSLAWN ROAD MARYSVILLE, OH 43041	Х	Х	Chairman and CEO				
Signatures							
Kathy L. Uttley as attorney-in-fact for James Hagedorn	06/25/2014						
**Signature of Reporting Person							

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 sales reported in this Form 4 were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 21, 2014.

Remarks:

Edgar Filing: SCOTTS MIRACLE-GRO CO - Form 4

Form 4 of 5.

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.