Edgar Filing: SCOTTS MIRACLE-GRO CO - Form 4

SCOTTS MIRA Form 4	ACLE-GRO C	2O									
December 04, 2	2012										
								OMB APPROVAL			
FORM	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287
Check this b if no longer subject to Section 16. Form 4 or Form 5 obligations may continu <i>See</i> Instructi 1(b).	STATEN Filed pur e. Section 17(STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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								Expires: Estimated a burden hour response	
(Print or Type Res	ponses)										
1. Name and Add STUMP DEN	2. Issuer Name and Ticker or Trading Symbol SCOTTS MIRACLE-GRO CO [SMG]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) C/O THE SCO COMPANY, 1 ROAD	3. Date of Earliest Transaction (Month/Day/Year) 11/30/2012						Director 10% Owner _X Officer (give title Other (specify below) below) EVP, Global Human Resources				
	(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line)			
MARYSVILL							_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	le I - Non	-Deriva	ative S	ecurit	ies Acqu	uired, Disposed of,	or Beneficiall	y Owned
	Transaction Date Ionth/Day/Year)		Date, if	3. Transacti Code (Instr. 8)	(A)					6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common 11 Shares 11 Common Shares	//30/2012			Code V A		10unt 1012	or (D) A	Price \$ 37.31	(Instr. 3 and 4) 1,338.2205 26,647.8079	I D	By DSPP

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)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secun Bene Owno Follo Repo Trans (Instr
Repo	rting O	wners	Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Relationships **Reporting Owner Name / Address** 10% Owner Officer Other Director STUMP DENISE C/O THE SCOTTS MIRACLE-GRO COMPANY EVP, Global Human Resources 14111 SCOTTSLAWN ROAD MARYSVILLE, OH 43041 Signatures Kathy L. Uttley as attorney-in-fact for Denise S. 12/04/2012 Stump **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 acquired under 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.