

Edgar Filing: SCOTTS COMPANY - Form 4

SCOTTS COMPANY

Form 4

February 14, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549  
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.  
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person  
 Michael P. Kelty  
 7128 Coventry Woods Drive  
 OH, Dublin 43017
2. Issuer Name and Ticker or Trading Symbol  
 The Scotts Company (SMG)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year  
 1/30/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 ( ) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other  
 (specify below)  
 Vice Chairman and Executive Vice President
7. Individual or Joint/Group Filing (Check Applicable Line)  
 (X) Form filed by One Reporting Person  
 ( ) Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
Common Shares	12/23/ 2002		G V	400.0000 D	
Common Shares	12/24/ 2002		G V	500.0000 D	30582.0000
Common Shares	12/23/ 2002		A V	400.0000 A	8127.0000

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

1. Title of Derivative Security	2. Con- version or Exer- cise Price of Deriva- tive	3. Trans- action	3A. Deemed Execu- tion	4. Trans- action	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of(D)	6. Date Exer- cisable and Expiration Date(Month/ Day/Year) Date Expir- ation	7. Title and Amount of Underlying Securities Title and Number	8. P of vat Sec rit
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Security	(Month/Day/Year)	(Month/Day/Year)	Code	V	Amount	D	cisa-ble	Date	of Shares
Stock Appreciation Right	\$50.50	1/30/2003	A		24000.0000	A		01/30/2006 - 01/29/2013	Common Shares
									24000.0000

Explanation of Responses:  
SIGNATURE OF REPORTING PERSON  
Michael P. Kelty  
Michael P. Kelty