

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  
 David M. Aronowitz  
 478 Meditation Lane  
 OH, Columbus 43235
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  
 5/2/2003
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)  
 Executive Vice President, General Counsel and Secretary
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)			5. Amount of Securities Beneficially Owned Following Reported Trans(s)	6. Dir ect (D) or Indir ect(I)	7. Nature of Indirect Beneficial Ownership
				Amount	A/ D	Price			
Common Shares	5/1/2003		M	2000.0000	A	30.0000		D	
Common Shares	5/1/2003		S	2000.0000	D	56.9900	0.0000	D	
Common Shares							350.0000	D	By IRA
Common Shares							1569.1724	I	By 401(K) Plan
Common Shares							3847.1309	I	By Deferral Plan
Common Shares							193.1971	I	By Stock Purchase Plan

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 Secu- rity	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execu- tion Date (Month/ Day/ Year)	4. Trans- action Code	5. Number of De- rivative Secu- rities Acqui- red(A) or Dis- posed of(D) Amount	6. Date Exer- cisable and Expiration Date(Month/ Day/Year) Date Expir- ation Date A/ D cisa- ble	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Deri- vative Secu- rity	9. Number of Deriva- tive Securities Benefi- cially Owned Follow- ing Reported Trans- action(s)	10. Dir ect (D) or Indir ect(I)	11. Nature of Indirect Beneficial Ownership			
												Stock Option (right to buy)	\$30.00	5/1/2003

Explanation of Responses:  
 SIGNATURE OF REPORTING PERSON  
 David M. Aronowitz  
 David M. Aronowitz