FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APP	OMB APPROVAL								
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

HAGEDORN JAMES  (Last) (First) (Middle) (CO THE SCOTTS MIRACLE-GRO COMPANY  4111 SCOTTSLAWN ROAD  4. If Amendment, Date of Original Filed (Month/Day/Year) (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Person Month/Day/Year)  1. Title of Security (Instr. 3)  Date of Earliest Transaction (Month/Day/Year)  (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  Date of Common Shares  Og/10/2021  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Polymore Following Reported Transaction) Code (Instr. 3)  Date of Common Shares  Og/10/2021  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Polymore Following Reported Transaction) Code (Instr. 3)  Date of Common Shares  Og/10/2021  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Polymore Following Reported Transaction) Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Polymore Following Reported Transaction) Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Polymore Following Reported Transaction) Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Polymore Following Reported Transaction) Code (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Polymore Following Reported Transaction) Code (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Polymore Following Reported Transaction) Date (Polymore Following Reported								. ,				ompany Act	01 10-10	Т.							
(Last) (First) (Middle) (Last) (First) (Middle) (Last) (First) (Middle) (Street)  MARYSVILLE OH 43041  (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Mo	1. Name and Address of Reporting Person*				2. Issuer Name and Ticker or Trading Symbol SCOTTS MIRACLE-GRO CO [ SMG ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
(Street) MARYSVILLE OH 43041  1. Title of Security (Instr. 3)  2. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  3. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. Securities Acquired (A) or person  1. Title of Security (Instr. 3)  2. Transaction (Month/Day/Year)  2. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. Securities Acquired (A) or person  1. Title of Security (Instr. 3)  2. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  3. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Amount of Scanding Reported (Month/Day/Year)  6. Original Filed (Month/Day/Year)  8. Amount of Scanding Reported (Month/Day/Year)  8. Amount of Scandin	HAGEDORN JAMES												٦	X	Director	r	X	10% O	wner		
COTHE SCOTTS MIRACLE-GRO COMPANY 14111 SCOTTSLAWN ROAD  (Street)  MARYSVILLE OH 43041  (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Common Shares  O9/10/2021  J V 33.0616 A \$152.2367 73,822.6399 D  Common Shares  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Common Shares  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible Securities)  1. Title of Security (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible Securities)  1. Title of Security (Instr. 4)  Table II - Derivative Securities Securities (Instr. 4)  Table II - Derivative Securities (Instr. 4	(I act)		(Eiret)	(Middle)		_	Date :	of Farliact	Trans	saction	(Mont)	h/Day/Vear\		-	X		(give title			specify	
14111 SCOTTSLAWN ROAD	` '		`	` ,	DANV		` , ,									,					
A. If Amendment, Date of Original Filed (Month/Day/Year)   Common Shares   A. If Amendment, Date of Original Filed (Month/Day/Year)   Code   Nature of Derivative   Code   Nature of Der																					
City   (State)   (City   (State)   (Zip)		JOTTOLI	WIVIOID			_ 4.	4 If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable						
City	(Street)							,		- 3			· · · · · /		Line)		·				
Table   - Non-Derivative   Securities   Acquired   Disposed of, or Beneficially   Owned	MARYS	VILLE	OH	43041											X	, ,					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						-														rung	
2. Transaction Date (Month/Day/Year)   2. Transaction (Month/Day/Year)   2. Transaction Date (Month/Day/Year)   2. Transaction (Month/Day/Year)   2. Tr	(City)		(State)	(Zip)																	
Date (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   Execution Date   Executio		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Common Shares	Date		Date		Execut y/Year) if any		cution Date,						nd 5) Secu Bene Own		s ally following	Form: Direct (D) or Indirect		Indirect Beneficial Ownership			
Common Shares  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security Conversion Date (Month/Day/Year)  2. Tritle of Derivative Security (Month/Day/Year)  3. Transaction Date Execution Date (Month/Day/Year)  (Month/Day/Year)  4. Transaction Date Securities Acquired (A) or Derivative Security (Month/Day/Year)  (Month/Day/Year)  A mount or Shares  1. Title and Amount of Security (Instr. 3)  Derivative Security (Instr. 3)  A mount or Shares  1. Title and Amount of Security (Instr. 5)  Derivative Security (Instr. 3)  Derivative Security (Instr. 4)  Date Exercisable and Expiration Date (Month/Day/Year)  A mount or Shares  Phantom (2) 10. Ownership Code (Instr. 4)  Date Expiration Title of Of Shares  Date (Month/Day/Year)  Date Expiration Title of Of Shares  Date (Month/Day/Year)  A mount of Shares  Date (Month/Day/Year)  Derivative Security (Instr. 4)  Date Expiration Title of Of Shares  Date (Month/Day/Year)  Date (Month/Da									Code	v	Amount		Price	Transaction		ion(s)			(Instr. 4)		
Common Shares  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 (Instr. 3)  2. Conversion Or Exercise Price of Derivative Security (Instr. 3)  3. Transaction Date (Month/Day/Year)  (Instr. 4)	Common Shares 09/10/20				/2021				J	V	33.0616	A	\$152.	2367	73,82	2.6399		D			
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 of Exercise Price of Derivative Security (Instr. 3)  4. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Date (Instr. 4) (Date (Instr. 4))  5. Number of Derivative Securities (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 3)  6. Date Exercisable and Expiration Date (Month/Day/Year) (Month/Day/Year) (Instr. 3)  7. Title and Amount of Securities (Month/Day/Year) (Instr. 5)  8. Price of Derivative Security (Instr. 5)  9. Number of derivative Security (Instr. 5)  9. Number of Month/Day/Year) (Instr. 4)  10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)  11. Nature of Month/Day/Year) (Instr. 4)  12. Amount or Number of Securities Energically Owned Following Reported (Instr. 4)  13. Transaction Date (Month/Day/Year) (Instr. 5)  14. Number of Securities Expiration Date (Instr. 4)  15. Number of Securities Expiration Date (Month/Day/Year) (Instr. 3)  16. Date Exercisable and Expiration Date (Month/Day/Year) (Instr. 3)  17. Title and Amount of Securities (Month/Day/Year)  9. Number of derivative Security (Instr. 5)  9. Number of Securities (Month/Day/Year)  16. Date Exercisable Expiration Date (Instr. 4)  17. Title and Amount of Securities (Month/Day/Year)  9. Number of Securities (Month/Day/Year)  18. Price of Security (Instr. 4)  19. Number of Securities (Month/Day/Year)  19. Number of Securities (Month/Day/Year)  10. Ownership Code (Instr. 4)  10. Ownership Securities (Instr. 4)  10. Owne	Common Shares													23,87	'3.754		I	401(K)			
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3) Phantom  (2) 09/10/2021  (e.g., puts, calls, warrants, options, convertible securities)  4. Transaction Date Execution Date (Instr. 8) S. Number of Derivative Security (Instr. 3) Date Exercise Price of Derivative Security  (Instr. 4)	Common Shares														1,814,791			I	HPLP <sup>(1)</sup>		
Derivative Security (Instr. 3) Price of Derivative Security (Instr. 4) Price of Derivative Security (Instr. 5) Price of Derivative Security (Instr. 4) Price of Derivative Security (Instr. 4) Price of Derivative Security (Instr. 4) Price of Derivative Security (Instr. 5) Price of Derivative Security (Instr. 4) Price of Derivative Security (Instr. 5) Price of Derivative Security (Instr. 4) Price of Derivative Security (Instr. 5) Price of Derivative Security (Instr. 4) Price of Derivative Security (Instr. 4) Price of Derivative Security (Instr. 4) Price of Deriva																					
Code   V   (A)   (D)   Date   Expiration   Title   Amount or Number of Shares   (Instr. 4)   (	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution Date, if any		Transacti Code (Ins		ction Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Expiration D		of Securitie (ear) Underlying Derivative		ties ng e Security	5	Derivative Security	derivative Securities Beneficially Owned Following Reported	e s dly	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	(A)	(D)		isable		Title	or Numbe	er			on(s)			
		(2)	09/10/2021			A		617.929		(3	3)	(3)		617.9	29	\$154.15	145,505.	3501	D		

- 1. Pursuant to Exchange Act Rule 16a-1(a)(1), the reporting person may be deemed, solely for purposes of determining whether he is a beneficial owner of more than 10% of the common shares of the Issuer ("Common Shares"), to be the beneficial owner of the securities of the Issuer that are held by Hagedorn Partnership, L.P., a Delaware limited partnership in which the reporting person is a general partner (the "Partnership"). Represents the aggregate proportionate interest of the reporting person and those family members in whose holdings he may be deemed to have a pecuniary interest, in Common Shares held by the
- 2. Each share of phantom stock represents the right to receive one common share of Issuer or the cash value thereof.
- 3. Shares of phantom stock are payable in cash following termination of the reporting person's employment with Issuer. The reporting person may transfer his/her phantom stock into an alternative investment at any

## Remarks:

Kathy L. Uttley as attorney-infact for James Hagedorn

09/14/2021

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

The undersigned officer and/or director of The Scotts Miracle-Gro Company (the "Company"), hereby constitutes and appoints each of Ivan C. Smith, Bernard K. Asirifi and Kathy L. Uttley, signing singly, the undersigned's true and lawful attorney-in-fact and agent to:

- 1) execute for, in the name of and on behalf of the undersigned Forms 3, 4 and 5 with respect to the securities of the Company beneficially owned by the undersigned in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "1934 Act") and the rules and regulations thereunder and Form 144 with respect to the securities of the Company beneficially owned by the undersigned in accordance with Rule 144 under the Securities Act of 1933, as amended (the "Securities Act");
- 2) do and perform any and all acts for, in the name of and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 or such Form 144, complete and execute any amendment or amendments thereto, and timely file any such form (and any such amendment or amendments) with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- 3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform each and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the above-named attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the 1934 Act and/or Rule 144 under the Securities Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 or Form 144 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the above-named attorneys-in-fact. I hereby revoke all previous Powers of Attorney that have been granted by me in connection with my reporting obligations under the 1934 Act or the Securities Act with respect to my holdings of and transactions in securities issued by the Company.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 5th day of May, 2016.

/s/ James Hagedorn Signature

James Hagedorn Print Name