# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**WASHINGTON, D.C. 20549** 

### FORM 8-K

#### **CURRENT REPORT**

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 20, 2019 (June 14, 2019)

## The Scotts Miracle-Gro Company

(Exact name of registrant as specified in its charter)

Ohio 001-11593 31-1414921
(State or other jurisdiction (Commission (IRS Employer of incorporation or organization) File Number) Identification No.)

14111 Scottslawn Road, Marysville, Ohio 43041
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (937) 644-0011 Not applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- $\pounds$  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- $\pounds$  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- £ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- £ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Shares	SMG	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b−2 of the Securities Exchange Act of 1934 (§240.12b of this chapter). Emerging growth company □

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section13(a) of the Exchange Act.  $\Box$ 

### <u>Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.</u>

On June 14, 2019, Craig R. Hargreaves, a member of the Board of Directors (the "Board") of The Scotts Miracle-Gro Company (the "Company"), notified the Company of his resignation from the Board effective on June 14, 2019. As a Class II director, Mr. Hargreaves' term was set to expire at the Company's 2021 Annual Meeting of Shareholders. Mr. Hargreaves is the founder and former Chief Executive Officer of Sunlight Supply, Inc. ("Sunlight"), which the Company acquired in 2018. As a member of the Board and its Finance Committee and the Innovation and Technology Committee, Mr. Hargreaves has been instrumental in the Sunlight transition process and has provided valuable insight for the Company's integration of the Sunlight business. Mr. Hargreaves confirmed that his departure was not due to any disagreement with the Company on any matter relating to its operations, policies or practices.

### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

### THE SCOTTS MIRACLE-GRO COMPANY

Dated: June 20, 2019 By: /s/ IVAN C. SMITH

Printed Name: Ivan C. Smith

Title: Executive Vice President, General Counsel, Corporate Secretary and Chief Compliance Officer