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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 L. Robert Stohler 723 Olde Mill Circle IN, Bloomington 47401 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)

Executive Vice President, North America

- 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 (Dwned
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1. Title of Security 2.	2A.	3. 4	.Securities Ac	quired (A)		5	.Amount of
Trans	- Exec-	Trans	or Disposed of	f (D)			Securities
actio	n ution	action					Beneficially
		1 1 1		A/			Owned Following
Date	Date	Code V	Amount	D	Price	1	Reported Trans(s)

Table II	Derivative	Securitites	Acquired,	Disposed	of,	or	Beneficially O	wned
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1.Title of	2.Con-	13.	3A.	4.	5	.Number of	De	6.Date Exer 7	.Title and Amoun	nt 8.1
Derivative	version	Trans-	Deemed	Trans	-	rivative S	ecu	cisable and	of Underlying	of
Security	or Exer	action		actio	n	rities Acq	ui	Expiration	Securities	vat
	cise	1	Execu-			red(A) or	Dis	Date(Month/		Se
	Price of	Ē	ution			posed of(D)	Day/Year)		ri
	Deriva-	1						Date Expir		1
	tive	1					A/	Exer- ation	Title and Num	ber
	Secu-	(Month/	(Month				D	cisa- Date	of Shares	
	rity	Day/	/Day/	Code	V I	Amount		ble		1
	1	Year)	Year)	1				1 1		1
Stock Appreci	∟ \$50.50	1/30/ 2		A	12	0000.0000	A	01/30 01/29 C	ommon Share 200	00.01
ation Right	1	1003						/2006 /2013 s	1000	

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Explanation of Responses: SIGNATURE OF REPORTING PERSON

L. Robert Stohler

L. Robert Stohler