



The Scotts Miracle-Gro Company Announces Extension of Exchange Offer for 4.500% Senior Notes due 2029

March 5, 2020

MARYSVILLE, Ohio, March 05, 2020 (GLOBE NEWSWIRE) -- The Scotts Miracle-Gro Company (NYSE: SMG) today announced that it has extended its registered exchange offer to exchange any and all of its \$450,000,000 aggregate principal amount of 4.500% Senior Notes due 2029, which were issued in a private placement on October 22, 2019, for an equal principal amount of its 4.500% Senior Notes due 2029, which have been registered under the Securities Act of 1933, as amended.

The exchange offer, which had been scheduled to expire at 11:59 p.m., New York City time, on March 4, 2020, will now expire at 11:59 p.m., New York City time, on March 11, 2020, unless further extended by the Company. All other terms, provisions and conditions of the exchange offer will remain in full force and effect. As of 5:00 p.m., New York City time, on March 4, 2020, \$411,643,000 aggregate principal amount of the outstanding notes had been tendered for exchange, representing approximately 91.5% of the outstanding notes.

The terms of the exchange offer are set forth in a prospectus dated January 10, 2020 and the related letter of transmittal. Requests for assistance or for copies of documents related to the exchange offer, including the prospectus and the letter of transmittal, should be directed to the exchange agent, U.S. Bank National Association, at (800) 934-6802.

This press release is not an offer to buy or sell or the solicitation of an offer to buy or sell any of the securities described herein, nor shall there be any offer, solicitation or sale of such securities in any jurisdiction in which such offer, solicitation or sale would be unlawful. A registration statement on Form S-4 relating to the exchange offer was declared effective by the Securities and Exchange Commission on January 10, 2020. The exchange offer is being made only pursuant to the terms of the exchange offer documents, including the prospectus dated January 10, 2020 and the related letter of transmittal.

About ScottsMiracle-Gro

With approximately \$3.2 billion in sales, the Company is one of the world's largest marketers of branded consumer products for lawn and garden care. The Company's brands are among the most recognized in the industry. The Company's Scotts®, Miracle-Gro® and Ortho® brands are market-leading in their categories. The Company's wholly-owned subsidiary, The Hawthorne Gardening Company, is a leading provider of nutrients, lighting and other materials used in the indoor and hydroponic growing segment. For additional information, visit us at www.scottsmiraclegro.com.

Cautionary Note Regarding Forward-Looking Statements

Statements contained in this press release, other than statements of historical fact, which address activities, events and developments that the Company expects or anticipates will or may occur in the future are "forward-looking statements" within the meaning of the U.S. federal securities laws that are subject to risks and uncertainties. These forward-looking statements generally can be identified as statements that include phrases such as "expects," "anticipates," "targets," "goals," "projects," "intends," "plans," "believes," "seeks," "estimates," "likely," "will," "should," or similar words and phrases. Any forward-looking statements that we make herein and in any future reports and statements are not guarantees of future performance, and actual results may differ materially from those in such forward-looking statements as a result of various factors, including, but not limited to, general economic conditions and other factors discussed in the "Risk Factors" section of the Company's Annual Report on Form 10-K for the year ended September 30, 2019, as updated from time to time in our subsequent filings with the Securities and Exchange Commission. The Company disclaims any obligation to update developments of these risk factors or to announce publicly any revision to any of the forward-looking statements contained in this release, or to make corrections to reflect future events or developments.

Contact:

Jim King
Executive Vice President
Investor Relations & Corporate Affairs
937-578-5622



Source: Scotts Miracle-Gro Company