



## Scotts Board Names James Hagedorn as Chairman

January 30, 2003

Company reaffirms fiscal 2003 outlook for sales and adjusted net income during Annual Meeting of Shareholders

MARYSVILLE, Ohio, Jan. 30 /PRNewswire-FirstCall/ -- The Scotts Company (NYSE: SMG), the global leader in the consumer lawn and garden market, announced today that its Board of Directors has appointed James Hagedorn as chairman of the board, replacing Charles M. Berger, who retired.

Hagedorn, 47, also is president and chief executive officer of Scotts.

Additionally, the board appointed Stephanie M. Shern to fill the vacancy created by Berger's retirement. She is founder and CEO of Shern Associates, a retail consulting and business advisory firm. She previously was vice chairman and Global Director of Retail and Consumer Products for Ernst & Young. Shern, a certified public accountant with extensive auditing experience, qualifies as a financial expert and will serve in that capacity on the Company's Audit Committee.

Scotts also held its annual shareholders meeting Thursday at its corporate headquarters. During the meeting, shareholders elected Lynn J. Beasley to the board for a term to expire in 2006. She is president and chief operating officer of RJ Reynolds Tobacco Company and replaces John Kenlon, a 42-year veteran of the company, who retired.

Re-elected to the board for terms expiring in 2006 were Arnold W. Donald, John M. Sullivan and L. Jack Van Fossen.

During the meeting, Hagedorn outlined the Company's near- and long-term growth strategy, including its current effort to expand into other retail channels, as well as new categories of the lawn and garden department.

"We know our core business remains under-penetrated and we will continue to work on growing our lawns, gardens and controls businesses," Hagedorn said. "However, we do not believe our growth should be confined to these businesses, or to our existing customer base."

Hagedorn also reaffirmed the company's outlook that sales will increase 7 to 9 percent in fiscal 2003 and adjusted earnings -- which exclude restructuring and other charges -- will improve by at least 15 percent.

### About Scotts

The Scotts Company is the world's leading supplier of consumer products for lawn and garden care, with a full range of products for professional horticulture as well. The company owns the industry's most recognized brands. In the U.S., the company's Scotts(R), Miracle-Gro(R) and Ortho(R) brands are market leading in their categories, as is the consumer Roundup(R) brand which is marketed in North America and most of Europe exclusively by Scotts and owned by Monsanto. In the Europe, Scotts' brands include Weedol(R) Pathclear(R), Evergreen(R), Levington(R) Miracle-Gro(R), KB(R), Fertiligene(R) and Substral(R). For more information about Scotts, visit our web site at [www.scotts.com](http://www.scotts.com).

Statement under the Private Securities Litigation Act of 1995: Certain of the statements contained in this press release, including, but not limited to, information regarding the future economic performance and financial condition of the company, the plans and objectives of the company's management, and the company's assumptions regarding such performance and plans are forward looking in nature. Actual results could differ materially from the forward looking information in this release, due to a variety of factors, including, but not limited to:

- Adverse weather conditions could adversely affect the Company's sales and financial results;
- The Company's historical seasonality could impair the Company's ability to pay obligations as they come due and operating expenses;
- The Company's substantial indebtedness could adversely affect the Company's financial health;
- Public perceptions regarding the safety of the Company's products could adversely affect the Company;
- The loss of one or more of the Company's top customers could adversely affect the Company's financial results because of the concentration of the Company's sales to a small number of retail customers;
- The expiration of certain patents could substantially increase the Company's competition in the United States;
- Compliance with environmental and other public health regulations could increase the Company's cost of doing business; and

- The Company's significant international operations make the Company more susceptible to fluctuations in currency exchange rates and to the costs of international regulation.

Additional detailed information concerning a number of the important factors that could cause actual results to differ materially from the forward looking information contained in this release is readily available in the company's publicly filed quarterly, annual, and other reports. SOURCE The Scotts Company

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