FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Machineton	$ \sim $	20540
Washington,	D.C.	20549

STATEMENT	OF CHANGES	IN BENEFICIAL	. OWNERSHIP

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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

ee Instruction 1	·																	
1. Name and Address of Reporting Person*  Baxter Nathan Eric				2. Issuer Name and Ticker or Trading Symbol SCOTTS MIRACLE-GRO CO [ SMG ]									all app Direc	licable) tor	_	] 10% Ov	wner	
(Last) (First) (Middle) C/O THE SCOTTS MIRACLE-GRO COMPANY 14111 SCOTTSLAWN ROAD				3. Date of Earliest Transaction (Month/Day/Year) 03/25/2025									Officer (give title other (specify below)  President and COO					
				4. If A	Amend	ment,	Date o	of Origir	nal File	d (Month/Da	y/Year)			Form Form	filed by On	e Repo	orting Pers	on
	Table	I - No	n-Deriva	tive S	Secui	rities	Acc	quired	l, Dis	posed of	, or B	enefic	ially	Own	ed			
Date		Execution Date,		ate,	Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. 5)				4 and Securities Beneficially Owned Followin		ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)				
						Code	v	Amount	(A) (D)	Price	е	Transa	iction(s)			(msu. 4)		
ommon Shares 03/25/2		025		J	V	103.8637	A	\$48	3.14	51,937.1353			D					
Common Shares													30	5,993		I	HPLP <sup>(1)</sup>	
	Tal	ble II												Owne	d			
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execu if any	cution Date, Trai		ansaction of		6. Date Exercisable and Expiration Date (Month/Day/Year)			Amou or Numb		Dei Sec (Ins	Perivative Security Instr. 5)	derivative Securities Beneficially Owned Following Reported	y   1	Ownership Form: Direct (D) or Indirect	Beneficial Ownership t (Instr. 4)	
	Nathan E  (Fir E SCOTTS COTTSLAV  VILLE OF  (State of the state of the	(First) (I E SCOTTS MIRACLE-GRO COTTSLAWN ROAD  VILLE OH 4  (State) (Z  Table Security (Instr. 3)  Shares  Shares  Tal  2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) E SCOTTS MIRACLE-GRO CONCOTTSLAWN ROAD  VILLE OH 43041  (State) (Zip)  Table I - Note	Nathan Eric  (First) (Middle) E SCOTTS MIRACLE-GRO COMPANY COTTSLAWN ROAD  VILLE OH 43041  (State) (Zip)  Table I - Non-Deriva Security (Instr. 3)  Shares  03/25/2 Shares  Table II - Derivati (e.g., pu  2. Transacti (e.g., pu  Conversion or Exercise Price of Derivative (Month/Day/Year)  2. (Month/Day/Year)	Nathan Eric  (First) (Middle)  E SCOTTS MIRACLE-GRO COMPANY  COTTSLAWN ROAD  VILLE OH 43041  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  Security (Instr. 3)  Shares  Table II - Derivative Security (e.g., puts, carron or Exercise Price of Derivative (Month/Day/Year)  2.  Conversion or Exercise Price of Derivative of Derivative (Month/Day/Year)  3. Da 03/25/2025  3. Transaction Date (e.g., puts, carron or Exercise Price of Derivative)  3. Da 03/25/2025  4. If // April 1	Nathan Eric  (First) (Middle)  E SCOTTS MIRACLE-GRO COMPANY  COTTSLAWN ROAD  Table I - Non-Derivative Security (Instr. 3)  Security (Instr. 3)  Z. Transaction Date (Month/Day/Year)  Shares  Table II - Derivative Security (e.g., puts, calls, v. (Month/Day/Year)  Table II - Derivative Security (e.g., puts, calls, v. (Month/Day/Year)  3. Date of E 03/25/2025  Table II - Non-Derivative Security (Month/Day/Year)  Shares  Table II - Derivative Security (e.g., puts, calls, v. (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  Conversion or Exercise Price of Derivative (Month/Day/Year)  Shares  Table II - Derivative Security (e.g., puts, calls, v. (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  Shares  Table II - Derivative Security (e.g., puts, calls, v. (Month/Day/Year)  Table II - Derivative Security (e.g., puts, calls, v. (Month/Day/Year)	Nathan Eric  (First) (Middle) E SCOTTS MIRACLE-GRO COMPANY COTTSLAWN ROAD  Table I - Non-Derivative Securities  (State) (Zip)  Table I - Non-Derivative Securities (Month/Day/Year)  Security (Instr. 3)  Shares  Table II - Derivative Securities (e.g., puts, calls, warration Date (Month/Day/Year)  (e.g., puts, calls, warration Date (Month/Day/Year)  (if any	Nathan Eric  (First) (Middle)  E SCOTTS MIRACLE-GRO COMPANY  COTTSLAWN ROAD  Table I - Non-Derivative Securities Accurate (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Shares  Table II - Derivative Securities Acquege.g., puts, calls, warrants, (Month/Day/Year)  2. Transaction Date (Instr. 3)  Shares  Table II - Derivative Securities Acquege.g., puts, calls, warrants, (Month/Day/Year)  3. Transaction Date (Instr. 3)  5. Number of Derivative Securities Acquege (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4	Nathan Eric  (First) (Middle)  E SCOTTS MIRACLE-GRO COMPANY  COTTSLAWN ROAD  Table I - Non-Derivative Securities Acquired (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Code  Shares  Table II - Derivative Securities Acquired, (e.g., puts, calls, warrants, option  Tansaction Date (Month/Day/Year)  3. Date of Earliest Transaction O3/25/2025  4. If Amendment, Date of Origin  Transaction Date (Month/Day/Year)  Code (8)  Code  2. Transaction Date (Month/Day/Year)  Shares  Table II - Derivative Securities Acquired, (e.g., puts, calls, warrants, option Code (Instr. 3)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  Securities Acquired (A) or Disposed of (D)	SCOTTS MIRACLE-GRO	SCOTTS MIRACLE-GRO CO   Signal Filed   SCOTTS MIRACLE-GRO CO   Signal Filed   SCOTTS MIRACLE-GRO COMPANY	SCOTTS MIRACLE-GRO CO [SMG]	SCOTTS MIRACLE-GRO CO [ SMG ]   SECOTTS MIRACLE-GRO CO [ SMG ]	SCOTTS MIRACLE-GRO CO [ SMG ]   SCOTTS MIRACLE-GRO CO [ SMG ]	Nathan Eric  (First) (Middle) E SCOTTS MIRACLE-GRO COMPANY COTTSLAWN ROAD  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own Execurity (Instr. 3)    Assumption   Code (Instr. 2)	SCOTTS MIRACLE-GRO CO   SMG   Check all applicable   Director   Officer (give title below)   President	SCOTTS MIRACLE-GRO CO [ SMG ]   Check all applicable)   Director   Image: Check all applicable   Image: Check all applicable   Director   Image: Check all applicable   Image: Check all applicabl	Nathan Eric  (First) (Middle)  E SCOTTS MIRACLE-GRO COMPANY  COTTSLAWN ROAD  VILLE OH 43041  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Shares  03/25/2025  J V 103.8637 A \$48.14 51,937.1353 D  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (Conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction (Month/Day/Year) (Month/Day/Yea

## **Explanation of Responses:**

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 Partnership.

## Remarks:

/s/ Kathy L. Uttley as attorney-in-fact for Nathan E. 04/17/2025 Baxter

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.