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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 Michel Farkouh 21 Chemin de la Sauvegarde , 69136 Ecully Cedex 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, International Consumer

- 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 | Owned |
|--|------------------------|------------|-----------|----------|-----|----|--------------|-------|
|--|------------------------|------------|-----------|----------|-----|----|--------------|-------|

| 1. Title of Security | 12. | 2A. | 13. | 4.Securities A | cquired (A) | | 5.Amount of |
|----------------------|--------|--------|--------|----------------|-------------|-------|-------------------|
| | | | | or Disposed | of (D) | | Securities |
| | action | lution | action | | | | Beneficially |
| | | | | | A/ | | Owned Following |
| | Date | Date | Code V | Amount | D | Price | Reported Trans(s) |
| | | | | | | | |
| Common Shares | | | 1 1 | I | 1 1 | | 595.0000 |

Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

| 1.Title of | 2.Con- | 13. | 3A. | 4. | 5.Numbe | r of De | e 6.Dat | te Exer | 7.Ti | tle and A | Amount | 8.P |
|------------|----------|---------|-----------|----------|---------|---------|----------|---------|------|-----------|--------|-----|
| Derivative | version | Trans- | Deemed | d Trans- | rivati | ve Secu | cisal | ole and | l of | Underlyi | ng | of |
| Security | or Exer | action | | action | rities | Acqui | Expi | ration | Se | curities | | vat |
| | cise | 1 | Execu- | - | red(A) | or Dis | Date | (Month/ | | | | Sec |
| | Price of | [| ution | | posed | of(D) | Day/ | Year) | | | | rit |
| | Deriva- | 1 | | | | | Date | Expir | 1 | | | |
| | tive | 1 | | | | A | / Exer | - ation | T | itle and | Number | |
| | Secu- | (Month/ | ' (Month | n | | D | cisa- | - Date | 0 | f Shares | | |
| | rity | Day/ | /Day/ | Code V | Amoun | t | ble | | | | | |
| | 1 | Year) | Year) | | | | | | 1 | | | |
| | | | | | | | | | | | | |

| Stock Option \$50.50 | 1/30/ | 2 | ΙA | 20000.0000 | A | 01/30 01/29 Common | Share 20000.0 |
|-----------------------|-------|---|----|------------|---|--------------------|---------------|
| (right to buy | 1003 | | 1 | | | /2007 /2013 s | 000 |

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|---|---|---|---|--|-----|----------|---|--|--|------|---|
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Explanation of Responses: SIGNATURE OF REPORTING PERSON Michel Farkouh Michel Farkouh