

Item 2.01. Completion of Acquisition or Disposition of Assets.

On June 4, 2018, the Company, through its indirect subsidiary Hawthorne Hydroponics LLC, completed its previously announced purchase of (i) substantially all of the assets and certain specified liabilities of Sunlight Supply, Inc., Sunlight Garden Supply, Inc., Sunlight Garden Supply, ULC, and IP Holdings, LLC (together, with Craig R. Hargreaves and Kim E. Hargreaves, the "Sellers") and (ii) all of the issued and outstanding equity interests of Columbia River Industrial Holdings, LLC (the "Transaction").

In accordance with the Transaction, the Company paid to Sellers \$450,000,000, consisting of \$425,000,000 in cash and \$25,000,000 in common stock of the Company. Up to an additional \$20,000,000 will be paid by the Company contingent on the achievement of certain performance metrics of the Company following the closing of the Transaction.

The foregoing description of the Transaction does not purport to be complete and is qualified in its entirety by reference to the Transaction, as described in Item 1.01 of the Company's Current Report on Form 8-K filed with the U.S. Securities and Exchange Commission on April 17, 2018.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE SCOTTS MIRACLE-GRO COMPANY

Dated: June 5, 2018 By: /s/ IVAN C. SMITH
Printed Name: Ivan C. Smith
Title: Executive Vice President, General Counsel, Corporate
Secretary and Chief Compliance Officer