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SCOTTS COMPANY  
Form 8-K  
September 26, 2002

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 26, 2002  
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THE SCOTTS COMPANY

-----  
(Exact name of registrant as specified in its charter)

-----  
OHIO

(State or other jurisdiction  
of incorporation)

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1-13292

(Commission File  
Number)

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31-1414921

(IRS Employer  
Identification No.)

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14111 SCOTTSLAWN ROAD, MARYSVILLE, OHIO 43041

(Address of principal executive offices) (Zip Code)

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Registrant's telephone number, including area code (937) 644-0011  
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Index to Exhibits is on Page 3.

Item 7. Financial Statements and Exhibits

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- (a) None required.
- (b) None required.
- (c) Exhibits.

99 Press Release issued September 26, 2002

Item 9. Regulation FD Disclosure

On September 26, 2002, The Scotts Company issued a press release announcing that it has increased its net income outlook for the fiscal year ending September 30, 2002. The press release is attached hereto as Exhibit 99 and incorporated herein by reference.

SIGNATURES  
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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 COMPANY

Date: September 26, 2002

By: /s/ David M. Aronowitz

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David M. Aronowitz, Executive Vice President,  
General Counsel and Secretary

INDEX TO EXHIBITS  
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Exhibit Number  
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Description  
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Press Release issued September 26, 2002