Edgar Filing: AeroGrow International, Inc. - Form 4

AeroGrow Interna Form 4 June 10, 2016	tional, Inc.								
FORM 4 Check this box	UNITED	STATES		RITIES A shington			E COMMISSION		PPROVAL 3235-0287 January 31,
if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Filed pur Section 17(a	suant to S a) of the F	ection 1 Public U	SECUE 6(a) of th tility Hol	RITIES ne Securit ding Con	ties Excha	WNERSHIP OF nge Act of 1934, of 1935 or Sectio 940	Estimated burden hou response	urs per
1. Name and Address of Reporting Person <u>*</u> Harding Wayne Edward III			2. Issuer Name and Ticker or Trading Symbol AeroGrow International, Inc. [AERO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 6075 LONGBOW DRIVE STE 200			3. Date of Earliest Transaction (Month/Day/Year) 08/20/2015			X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street) BOULDER, CO 80301			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
		(7 :n)					Person		
1.Title of 2. Tran Security (Mont (Instr. 3)	nsaction Date h/Day/Year)	Execution any (Month/Da	ed Date, if y/Year)	3. Transactio Code (Instr. 8) Code V	4. Securiti nAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D) and 5) (A) or (D) Price	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect
Reminder: Report on	a separate line	for each cla	ass of sec	urities bene:	Perso inform requir	ns who rest nation cont ed to resp sys a curre	or indirectly. spond to the collect tained in this form ond unless the for ntly valid OMB con	are not rm	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Options	\$ 1.55 <u>(1)</u>	08/20/2015		А		11,300		11/20/2015 <u>(2)</u>	08/20/2020	Common Stock	11,300

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Harding Wayne Edward III 6075 LONGBOW DRIVE STE 200 BOULDER, CO 80301	0 X							
Signatures								
Jake Wright, Attorney in Fact	06/10/2016							

**Signature of Reporting Person

Explanation of Responses:

* 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).

(1) The stock options have an exercise price of \$1.55, the closing price of common stock on 08/20/2015.

(2) The stock options vest in four equal quarterly installments, beginning on November 20, 2015.

Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.