FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Po Gotham Green Partners LLC	2. Issuer Name and Ticker or Trading Symbol GrowGeneration Corp. [GRWG]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner						
(Last) (First) 1437 4TH STREET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/30/2020)	Office	r (give title belo	ow)	Other (specify	below)		
(Street) SANTA MONICA, CA 90401		4. If Amendment,	Date Origi	nal F	Filed(Month	/Day/Ye	ear)	_X_ Form fil	ed by One Repo	Group Filing orting Person One Reporting		ble Line)		
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acqu						ired, Disposed of, or Beneficially Owned						
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)		(A) or Di (Instr. 3,	sposed 4 and (A) or	d of (D) 5)	Beneficia	nt of Securities ally Owned Following Transaction(s) and 4)		Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	06/30/2020		Code	V	10,906	D D	\$ 6.8885	1,841,1	62		(Instr. 4)	By Gotham Green Fund 1 (Q), L.P.		
Common Stock	06/30/2020		S		2,726	D	\$ 6.8885	459,210	6		I	By Gotham Green Fund 1, L.P. (2)		
Common Stock								1,101,1	35		I	By Gotham Green Fund I1 (Q), L.P.		
Common Stock								189,18	7		I	By Gotham Green Fund II, L.P. (2)		
Reminder: Report on a separate line f	Table II -	Derivative Securit	ies Acquire	Per con the	sons whatained ir form dis	o res this plays	form are a currer Beneficiall	not reqเ ntly valid		ormation spond unle trol numbe	ss	1474 (9-02)		
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security Security 3. Transaction Date (Month/Day)	on 3A. Deemed Execution Day (Year) any	ate, if Transaction Code Year) (Instr. 8)	5.	6. I and (Me	s, convert Date Exerc I Expiratic onth/Day/	isable n Date	7. Ti e Amo Unde Secu	tle and ount of erlying rities r. 3 and		9. Number Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form of Derivat Security Direct (or Indir	Ownershi (Instr. 4) D) ect		

	Code	V	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
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Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Gotham Green Partners LLC 1437 4TH STREET		X				
SANTA MONICA, CA 90401		71				

Signatures

/s/Jason Adler, Managing Member	07/02/2020
**Signature of Reporting Person	Date

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).
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within the range of \$6.75 to \$6.99, inclusive. The
- (1) Reporting Person undertakes to provide to the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range(s) set forth in this footnote of this Form 4.
- (2) Gotham Green Partners LLC is the SEC registered investment adviser to the Gotham funds. Gotham Green GP 1 LLC is the general partner of Gotham Green Fund 1 LP and Gotham Green Fund II (Q) LP. Gotham Green GP II LLC is the general partner to Gotham Green Fund II LP and Gotham Green Fund II (Q) LP.

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.