

UNITED STATES  
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): May 3, 2019

**GROWGENERATION CORP**  
(Exact Name of Registrant as Specified in its Charter)

**Colorado**  
(State or other Jurisdiction  
of Incorporation)

**333-207889**  
(Commission File Number)

**46-5008129**  
(I.R.S. Employer  
Identification No.)

**1000 West Mississippi Avenue**  
**Denver, Colorado 80223**  
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: **800-935-8420**

N/A  
(Former Address of Principal Executive Offices)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation under any of the following provisions *see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered

**Section 7 – Regulation FD**

Item 7.01. Regulation FD Disclosure

On May 3, 2019, GrowGeneration Corp. published a press release regarding its annual shareholders’ meeting for fiscal year ended December 31, 2018 to be held on Thursday, May 16, 2019 at 3:00 P.M., Eastern Time, at the offices of Robinson & Role, 666 3rd Ave, 20th Floor, New York, NY 10017, for the following purposes:

1. To elect five directors to the Board of Directors of the Company to serve until the Company's 2020 Annual Meeting of Stockholders or until their respective successors are duly elected and qualified;
2. To approve and ratify the appointment of Connolly Grady & Cha LLP as the Company's independent registered public accounting firm to audit the Company's financial statements as of December 31, 2018 and 2019 and for the fiscal years then ending; and
3. To transact such other business as may properly be brought before the Annual Meeting, and at any adjournments or postponements of the Annual Meeting.

Holders of record of the Company’s Common Stock at the close of business on March 28, 2019 are entitled to notice of and to vote at the Annual Meeting.

A copy of the press release is attached hereto as Exhibit 99.1. The information contained herein and the exhibit attached hereto shall be deemed furnished and not filed.

**Section 9 – Financial Statements and Exhibits**

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press Release, dated May 3, 2019</a>

SIGNATURES

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

Date: May 3, 2019

**GrowGeneration Corp.**

By: /s/ Darren Lampert

Name: Darren Lampert

Title: Chief Executive Officer

**GrowGeneration Corp. to Hold Shareholder Meeting on May 16th, 2019**

DENVER, May 3, 2019 - GrowGeneration Corp. (OTCQX: GRWG) ("GrowGen" or the "Company"), one of the largest specialty retail hydroponic and organic gardening store chains, today announced that it is holding its 2019 Annual Meeting of Stockholders (the "Annual Meeting") on Thursday, May 16, 2019 at 3:00 P.M., Eastern Time, at the offices of Robinson & Role, 666 3rd Ave, 20<sup>th</sup> Floor, New York, NY 10017, for the following purposes:

1. To elect five directors to the Board of Directors of the Company to serve until the Company's 2020 Annual Meeting of Stockholders or until their respective successors are duly elected and qualified;
2. To approve and ratify the appointment of Connolly Grady & Cha LLP as the Company's independent registered public accounting firm to audit the Company's financial statements as of December 31, 2018 and 2019 and for the fiscal years then ending;
3. To transact such other business as may properly be brought before the Annual Meeting, and at any adjournments or postponements of the Annual Meeting.

The Company has mailed proxy statements to holders of record of the Company's Common Stock as of the close of business on March 28, 2019 (the "Record Date").

Darren Lampert, Co-Founder and CEO, said, "All shareholders as of the Record Date are cordially invited to attend the Annual Meeting in person. However, even if you plan to attend the meeting, please vote your shares over the internet, by telephone or by mail by following the instructions on your proxy card, so that your shares will be represented whether or not you are able to attend the Annual Meeting. Management appreciates the support of our shareholders and we want to thank them as we continue to execute our growth plan."

**About GrowGeneration Corp.:**

GrowGeneration owns and operates specialty retail hydroponic and organic gardening stores. Currently, GrowGeneration has 21 stores, which include 5 locations in Colorado, 6 locations in California, 2 location in Nevada, 1 location in Washington, 3 locations in Michigan, 1 location in Rhode Island, 2 locations in Oklahoma, and 1 location in Maine. GrowGeneration also operates an online superstore for cultivators, located at HeavyGardens.com. GrowGeneration carries and sells thousands of products, including organic nutrients and soils, advanced lighting technology and state of the art hydroponic equipment to be used indoors and outdoors by commercial and home growers. Our mission is to own and operate GrowGeneration branded stores in all the major legalized cannabis states in the U.S. and Canada. Management estimates that roughly 1,000 hydroponic stores are in operation in the U.S. By 2020 the market is estimated to reach over \$23 billion with a compound annual growth.

**Forward Looking Statements:**

This press release may include predictions, estimates or other information that might be considered forward-looking within the meaning of applicable securities laws. While these forward-looking statements represent our current judgments, they are subject to risks and uncertainties that could cause actual results to differ materially. You are cautioned not to place undue reliance on these forward-looking statements, which reflect our opinions only as of the date of this release. Please keep in mind that we are not obligating ourselves to revise or publicly release the results of any revision to these forward-looking statements in light of new information or future events. When used herein, words such as "look forward," "believe," "continue," "building," or variations of such words and similar expressions are intended to identify forward-looking statements. Factors that could cause actual results to differ materially from those contemplated in any forward-looking statements made by us herein are often discussed in filings we make with the United States Securities and Exchange Commission, available at: [www.sec.gov](http://www.sec.gov), and on our website, at: [www.growgeneration.com](http://www.growgeneration.com).

**Connect:**

Website: [www.GrowGeneration.com](http://www.GrowGeneration.com)

Facebook: [GrowGenerationCorp](https://www.facebook.com/GrowGenerationCorp)

Twitter: [@GrowGenOK](https://twitter.com/GrowGenOK)

Instagram: [@growgen](https://www.instagram.com/growgen)