

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): September 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: **(303) 386-4796**

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: None.

**Section 7 – Regulation FD**

***Item 7.01. Regulation FD Disclosure***

On September 3, 2019, the Company published a press release regarding the Company's purchase of assets from Grand Rapids Hydroponics Inc. and the opening of a store located in Grand Rapids, MI following the asset purchase.

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

**Section 9 – Financial Statements and Exhibits**

***Item 9.01. Financial Statements and Exhibits***

(d) Exhibits

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

**GrowGeneration Corp.**

By: /s/ Darren Lampert  
Name: Darren Lampert  
Title: Chief Executive Officer

**GrowGeneration Purchases All the Assets of Grand Rapids Hydroponics  
Creates a GrowGen Michigan Operation in Excess of \$15 Million  
3<sup>rd</sup> Quarter Revenue is Tracking in Excess of \$20 Million**

DENVER, Sept. 3, 2019 - GrowGeneration Corp. (OTCQX: GRWG), ("GrowGen" or the "Company"), the largest chain of specialty retail hydroponic and organic garden centers, with 23 locations, today announced that it has purchased the assets of Grand Rapids Hydroponics (GRH), with 1 location in Grand Rapids, MI. Following the acquisition, GrowGen now has 4 retail and warehouse locations in the Michigan market. The Company will update guidance at the end of the 3<sup>rd</sup> quarter.

**GrowGen CEO Comments:**

"Grand Rapids Hydro marks our 7<sup>th</sup> acquisition in 2019, adding an accretive \$8.0 Million in revenue to our Company. GRH, strategically located in Grand Rapids, MI., adds one of the largest and highest volume hydroponic garden centers in the country. Further, this acquisition positions the Company to service the ever-growing Michigan market. GRH has a seasoned team and we are excited that the founder, Christopher Nicholson will be continuing in an executive sales and business development role for GrowGen."

**Michigan Market Overview:**

The Michigan market is expected to reach \$1.3 billion in 2021 and over \$1.5 billion by 2023. Roughly 277,000 patients are registered with the state to grow their own cannabis or obtain it from 43,000 registered caregivers who can supply a limited number of people. The Michigan patient count is only 2<sup>nd</sup> to California.

**About GrowGeneration Corp.:**

GrowGen owns and operates specialty retail hydroponic and organic gardening stores. Currently, GrowGen has 24 stores, which include 5 locations in Colorado, 5 locations in California, 2 location in Las Vegas, 1 location in Washington, 4 locations in Michigan, 1 location in Rhode Island, 2 locations in Oklahoma, 3 locations in Maine, and 1 location in New Hampshire. GrowGen also operates an online superstore for cultivators, at HeavyGardens.com. GrowGen 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 GrowGen 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 rate of 32%.

**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)
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