

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): November 4, 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: None.

Section 5 - Corporate Governance and Management

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 4, 2019, GrowGeneration Corp. (the “Company”) appointed Tony Sullivan as its Executive Vice President and Chief Operating Officer. On the same day, Joe Prinzivalli resigned from the position as Chief Operating Officer and appointed as Chief Technology Officer of the Company.

From 2017 to recently, Mr. Sullivan served as Executive Vice President and Chief Operating Officer of Forman Mills, a \$300 million Private Equity sponsored business. From 2015 to 2017, he was Senior Vice President Operations for Dollar Express, a \$500 million carve-out of 330 Family Dollar stores in 36 states, Private Equity sponsored business. From 2006 to 2015, he was employed at Anna's Linens for 9+ years where he served in several operating roles, most recently as SVP, Chief Operating Officer. Previously Mr. Sullivan served for 20+ years at Foot Locker Inc. leading 2100 + stores, 3 Divisions (Foot Locker, Kids Foot Locker and Foot Action) over \$2.5B in sales as VP Store Operations. Mr. Sullivan is known and respected for his expertise in wide-range governance, hypergrowth, and macro-level strategic management methodologies, with an emphasis on identifying and addressing business infrastructure to position organizations for expansion and profitability. He has achieved outstanding success scaling businesses for rapid profits and market dominance in start-ups, private, PE-backed, and public companies with revenues up to \$2.5B+.

The Company entered into a 3-year employment agreement with Mr. Sullivan, pursuant to which the Company agreed to pay Mr. Sullivan (i) a base salary of \$270,000 per annum, subject to a 10% increase annually; (ii) an annual bonus in an amount equal to a minimum of \$75,000; (iii) a total of 120,000 shares of common stock of the Company; and (iv) options to purchase a total of 280,000 shares of common stock of the Company.

Section 7 – Regulation FD

Item 7.01. Regulation FD Disclosure

On November 5, 2019, the Company published a press release regarding the appointment of Mr. Sullivan as Executive Vice President and Chief Operating Officer and Mr. Prinzivalli as Chief Technology Officer.

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

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated November 5, 2019

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: November 5, 2019

GrowGeneration Corp.

By: /s/ Darren Lampert
Name: Darren Lampert
Title: CEO

GrowGeneration Appoints Tony Sullivan as Executive Vice President and Chief Operating Officer

DENVER, Nov. 5, 2019 /PRNewswire/ - GrowGeneration Corp. (OTCQX: GRWG), ("GrowGen" or the "Company") the largest chain of specialty retail hydroponic and organic garden centers, with currently 25 locations, today announced that the company has named Tony Sullivan as Executive Vice President and Chief Operating Officer of GrowGeneration, responsible for all operating departments and divisions, including Finance, Store Operations, E-commerce, Commercial, HR, Supply Chain / Logistics, Purchasing / Merchandise Planning, IT / IT Operations, Real Estate, Lease Administration, Store Maintenance, New Store Growth & Construction, and Administration. As of today, Joe Prinzivalli will be stepping away from his current role as the Chief Operating Officer and transitioning into a new role as Chief Technology Officer, continuing to lead our successful ERP implementation. Tony will report to Darren Lampert, Founder and CEO and Michael Salaman, Founder and President.



Tony Sullivan (CNW Group/GrowGeneration)

Darren Lampert, CEO stated, "We're thrilled to have Tony on our team as we continue to execute our business plan to be the largest hydroponic chain of garden centers in the world. Tony will work with our team in all operating areas, including but not be limited to, providing unwavering support to the 25 GrowGeneration stores, commercial sales team and leveraging synergies amongst interconnected departments, forging ahead with systematic technological improvements. Tony will be in the field, directly connecting with our sales teams and stores, working to drive more efficiencies across all areas of our company."

Tony Sullivan stated, "As I was looking for my next executive challenge, GrowGeneration checked all of my boxes. Great foundation of a specialty supply chain business, knowledgeable staff and a growth trajectory that I can work with the team to maximize profitability and operating efficiencies. One of my favorite quotes is: 'Growth is never by mere chance; it is the result of forces working together.'"

About Tony Sullivan:

Tony most recently served as Executive Vice President and Chief Operating Officer of Forman Mills, a \$300 million Private Equity sponsored business, prior to that Senior Vice President Operations for Dollar Express, a \$500 million carve-out of 330 Family Dollar stores in 36 states, Private Equity sponsored business. Prior to Dollar Express, he was employed at Anna's Linens for 9+ years where he served in several operating roles, most recently as SVP, Chief Operating Officer. Previously Tony served for 20+ years at Foot Locker Inc. leading 2100+ stores, 3 Divisions (Foot Locker, Kids Foot Locker and Foot Action) over \$2.5B in sales as VP Store Operations.

Tony is known and respected for his expertise in wide-range governance, hypergrowth, and macro-level strategic management methodologies, with an emphasis on identifying and addressing business infrastructure to position organizations for expansion and profitability. He has achieved outstanding success scaling businesses for rapid profits and market dominance in start-ups, private, PE-backed, and public companies with revenues up to \$2.5B+.

About GrowGeneration Corp.:

GrowGen owns and operates specialty retail hydroponic and organic gardening stores. Currently, GrowGen has 25 stores, which include 5 locations in Colorado, 5 locations in California, 2 locations in Nevada, 1 location in Washington, 4 locations in Michigan, 1 location in Rhode Island, 4 locations in Oklahoma, and 3 locations in Maine. GrowGen also operates an online superstore for cultivators, located 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 GrowGeneration branded stores in all the major 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, and on our website, at: www.growgeneration.com.

Connect:

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