

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): December 18, 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:

Title of each class	Trading symbol	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	GRWG	The NASDAQ Stock Market LLC

Section 7 – Regulation FD

Item 7.01. Regulation FD Disclosure

On December 18, 2019, the Company published a press release regarding the Company's purchase of assets from Grow World LLC and the opening of a store located in Portland, OR 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><i>Exhibit No.</i></u>	<u><i>Description</i></u>
99.1	Press Release, dated December 18, 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: December 18, 2019

GrowGeneration Corp.

By: /s/ Darren Lampert

Name: Darren Lampert

Title: Chief Executive Officer

**GrowGeneration Purchases all the Assets of GrowWorld
Adds 9th State to its Store Footprint**

DENVER, Dec. 18, 2019 / - GrowGeneration Corp. (NASDAQ: GRWG), ("GrowGen" or the "Company") the largest hydroponic solution provider, with a chain of 25 specialty retail hydroponic and organic garden centers, is pleased to announce that the company has purchased the assets of GrowWorld, located in Portland, OR. GrowWorld started in 2011 and operates out of a 15,000 sq. ft. retail and warehouse garden center, which is the largest in Oregon by square footage. GrowWorld has been the biggest hydroponics retail store with the highest sales volume in Portland, OR since 2015, as well as the highest grossing/highest revenue store in Oregon's history.

GrowGen CEO Comments:

"The GrowWorld acquisition is our 8th in 2019, adding an accretive \$5.0 Million in revenue to our Company. GrowWorld is one of the largest hydroponic stores in Oregon and strengthens our position in the Pacific Northwest region, that currently includes our Seattle location. With over 700 commercial cultivation licenses and a strong medical caregiver program, we feel we can capture a large market share of the Oregon hydroponic supply market."

Oregon Market:

Oregonians will spend more than \$1 billion on cannabis products in 2020, according to a new forecast. New Frontier Data projects \$1.04 billion in combined adult use and medical sales in 2020. That will rank the state fifth behind California (\$3.1 billion), Washington (\$2.28 billion), Colorado (\$1.83 billion) and Massachusetts (\$1.05 billion). In addition, there are more than 63,000 acres of hemp registered statewide.

About GrowGeneration Corp.:

GrowGen owns and operates specialty retail hydroponic and organic gardening stores. Currently, GrowGen has 26 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, 1 location in Oregon 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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