

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): February 26, 2020

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 February 26, 2020, the Company published a press release regarding the Company’s purchase of assets from Healthy Harvest and the opening of a store in Florida 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 February 26, 2020

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: February 27, 2020

GrowGeneration Corp.

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

GrowGeneration Corp. Acquires Florida-based Healthy Harvest
Adds 10th state and \$12.0 million in Revenue

DENVER, Feb. 26, 2020 - GrowGeneration Corp. (NASDAQ: GRWG), ("GrowGen" or the "Company") the largest chain of specialty retail hydroponic and organic garden centers, with currently 26 locations, is pleased to announce that the company has purchased the assets of Healthy Harvest. Healthy Harvest has been in business since 2011 and is the largest hydroponic operation in the Southeast region. With over 15,000 sq. ft. of warehouse and retail space, Healthy Harvest is servicing growers in Florida, Puerto Rico, Caribbean and South America. Healthy Harvest's owners will be staying on as Director of Southeast Region and Director of Latin American Markets.

CEO Comments:

"The Healthy Harvest acquisition is our 1st in 2020, adding an accretive \$12.0 Million in revenue to our Company. Healthy Harvest is the largest hydroponic operation in the Southeast, which strengthens our position in this region and opens the Puerto Rico, Caribbean, and South American markets. Florida is our 10th state and this acquisition positions us well to service the growing number of cultivators in Florida. The management team has been servicing growers of all sizes for almost 10 years and has built a tremendous hydroponic operation in South Florida." - Darren Lampert, CEO.

Florida Market:

- Florida's medical cannabis market is growing rapidly, with patients up 165% year-over-year and cannabis volume up 128% year-over-year.
- Florida is a limited license market and virtually every major multi-state cannabis company operates or plans to operate in Florida with 22 licensed companies. Each company is limited to a single license. Each license allows companies to both cultivate cannabis and to open medical cannabis dispensaries.
- Patient counts are rising to over 280,000.
- Medical cannabis patients in Florida have embraced the addition of smokable products to their purchasing options, with more than 22,000 pounds of the product sold in less than six months.
- Florida's estimated total 2019 medical cannabis sales range from \$450-\$550 Million.

Projections:

- Florida's cannabis industry sales are projected to reach near the \$2 billion mark in just five years, and that doesn't include the possibility Florida could legalize recreational marijuana as early as 2020.
- The New Frontier Data projections also call for Florida to get 12 percent of the country's \$29.7 billion legal marijuana market by 2025.

About GrowGeneration Corp.:

GrowGen owns and operates specialty retail hydroponic and organic gardening stores. Currently, GrowGen has 27 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, 3 locations in Maine and 1 location in Florida. GrowGen also operates an online superstore for cultivators, located at <https://growgen.pro/>. 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:

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