

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person* Merida Capital Partners, LP		2. Date of Event Requiring Statement (Month/Day/Year) 11/21/2019	3. Issuer Name and Ticker or Trading Symbol GrowGeneration Corp. [GRWG]	
(Last) (First) (Middle) 641 LEXINGTON AVENUE, 18TH FLOOR	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street) NEW YORK, NY 10022			6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)	<b>Table I - Non-Derivative Securities Beneficially Owned</b>			

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,838,029	D (1)	
Common Stock	1,372,957	D (2)	
Common Stock	483,871	D (3)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrants	02/06/2017	02/05/2022	Common Stock	62,500	\$ 2.75	D (1)	
Warrants	02/07/2017	02/06/2022	Common Stock	187,500	\$ 2.75	D (1)	
Warrants	02/13/2017	02/12/2022	Common Stock	137,500	\$ 2.75	D (1)	
Warrants	03/10/2017	03/09/2022	Common Stock	187,500	\$ 2.75	D (1)	
Warrants	04/03/2017	04/02/2022	Common Stock	150,000	\$ 2.75	D (1)	
Warrants	05/12/2017	05/12/2022	Common Stock	250,000	\$ 2.75	D (1)	
Warrants	05/24/2019	05/23/2022	Common Stock	80,645	\$ 3.5	D (2)	
Warrants	05/24/2019	05/23/2022	Common Stock	241,936	\$ 3.5	D (3)	

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Merida Capital Partners, LP 641 LEXINGTON AVENUE 18TH FLOOR NEW YORK, NY 10022		X		
Merida Capital Partners II LP 641 LEXINGTON AVENUE 18TH FLOOR NEW YORK, NY 10022		X		
Merida Capital Partners III LP 641 LEXINGTON AVENUE 18TH FLOOR NEW YORK, NY 10022		X		

## Signatures

/s/ Mitchell Baruchowitz, Manager of Merida Manager, LLC, the general partner of Merida Capital Partners, LP		11/21/2019
**Signature of Reporting Person		Date
/s/ Mitchell Baruchowitz, Manager of Merida Manager II LLC, the general partner of Merida Capital Partners II LP		11/21/2019
**Signature of Reporting Person		Date
/s/ Mitchell Baruchowitz, Manager of Merida Manager III LLC, the general partner of Merida Capital Partners III LP		11/21/2019
**Signature of Reporting Person		Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

These securities are owned solely by Merida Capital Partners LP ("Merida I"), who may be deemed to be a member of a "group" with Merida Capital Partners II LP ("Merida II") and Merida Capital Partner s III LP ("Merida III") for purposes of Section 13(d) of the Exchange Act. Pursuant to Rule 16a-1(a)(4) under the Securities

(1) Exchange Act of 1934, as amended (the "Act"), the reporting person disclaims beneficial ownership of any securities reported herein, except to the extent that the reporting person has a pecuniary interest therein. This report shall not be deemed an admission that such reporting person is the beneficial owner of any securities not directly owned by such reporting person.

(2) These securities are owned solely by Merida II, who may be deemed to be a member of a "group" with Merida I and Merida III for purposes of Section 13(d) of the Exchange Act. Pursuant to Rule 16a-1(a)(4) under the Act, the reporting person disclaims beneficial ownership of any securities reported herein, except to the extent that the reporting person has a pecuniary interest therein. This report shall not be deemed an admission that such reporting person is the beneficial owner of any securities not directly owned by such reporting person.

(3) These securities are owned solely by Merida III, who may be deemed to be a member of a "group" with Merida I and Merida II for purposes of Section 13(d) of the Exchange Act. Pursuant to Rule 16a-1(a)(4) under the Act, the reporting person disclaims beneficial ownership of any securities reported herein, except to the extent that the reporting person has a pecuniary interest therein. This report shall not be deemed an admission that such reporting person is the beneficial owner of any securities not directly owned by such reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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