

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* Rutenis Paul (Last) (First) (Middle) SUITE 900, 5619 DTC PARKWAY (Street) GREENWOOD VILLAGE, CO 80111 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/21/2021	3. Issuer Name and Ticker or Trading Symbol GrowGeneration Corp. [GRWG]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Merchandise Officer	5. If Amendment, Date Original Filed (Month/Day/Year) 01/24/2022
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

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	104,220 (1)	D	

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rutenis Paul SUITE 900, 5619 DTC PARKWAY GREENWOOD VILLAGE, CO 80111			Chief Merchandise Officer	

Signatures

/s/ Paul Rutenis	02/15/2022
**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).

This amendment to Form 3 is being filed to correct the total number of shares owned by the Reporting Person included in the Form 3 originally filed on January 24, 2022 from 102,720 to 104,220, which includes: (i) 4,387 shares of the Issuer's common stock issued on December 21, 2021 (out of 6,666 shares vested on such date, 2,279 shares were withheld by the Issuer to satisfy the tax withholding obligation applicable to the vested shares), pursuant to the Reporting Person's employment agreement (the "Employment Agreement"); (ii) a total of 33,333 unvested shares of common stock, with the following vesting schedule pursuant to the Employment Agreement: 6,666 (1) shares on June 21, 2022, 6,667 shares on December 21, 2022, 6,667 shares on June 21, 2023, 6,667 shares on December 21, 2023, and 6,667 shares on June 21, 2024; (iii) a total of 65,000 Restricted Stock Units ("RSUs") subject to the following vesting schedule: 16,250 RSUs as of December 15, 2022, 16,250 RSUs as of December 15, 2023, 16,250 RSUs as of December 15, 2024, and 16,250 RSUs as of December 15, 2025; and (iv) a total of 1,500 shares of common stock bought by the Reporting Person on the open market prior to his employment with the Issuer. Except the shares bought on the open market, all above-mentioned shares and RSUs of the Reporting Person are granted under the Amended and Restated 2018 Equity Incentive Plan of the Issuer.

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

