



**GROWGENERATION CORP.
ANNUAL MEETING OF SHAREHOLDERS**

June 22, 2023

RULES OF CONDUCT AND PROCEDURES

Welcome to the Annual Meeting of Shareholders (the “Annual Meeting”) of GrowGeneration Corp. (the “Company”). It is our desire to conduct a fair and informative Annual Meeting. Kindly observe the following Rules of Conduct and Procedures.

1. Our Company’s bylaws describe requirements for meetings of our shareholders and the Chair of the Annual Meeting will conduct the meeting consistent with those requirements.
2. Because this is a meeting of our shareholders, only our shareholders are permitted to ask questions during the Annual Meeting. You need to have held stock as of the close of business on the record date of April 24, 2023 to vote or submit questions while participating in the virtual Annual Meeting. To vote or submit questions, please login as a shareholder by entering the 16-digit control number you received with your proxy materials. If you have voted your shares prior to the start of the Annual Meeting, your vote has been received by the Company’s inspector of elections and there is no need to vote those shares during the Annual Meeting, unless you wish to revoke or change your vote.
3. We will strictly follow the Agenda as we conduct the meeting.
4. Following adjournment of the formal business of the Annual Meeting, the Company’s CEO will give a presentation about the Company’s business. At the conclusion of this presentation, management will address appropriate questions from shareholders. Such questions may be submitted in the field provided in the web portal during the Annual Meeting.
5. To allow us to answer questions from as many shareholders as possible, we will limit each shareholder to one question no more than 500 characters in length. It will help us if questions are succinct and cover only one topic per question. Questions from multiple shareholders on the same topic or that are otherwise related may be grouped, summarized and answered together.
6. Shareholder questions are welcome, but conducting the business set out in the Agenda for the benefit of all shareholders will be paramount. The Company does not intend to address any questions that are, among other things:
 - irrelevant to the business of the Company or to the business of the Annual Meeting;
 - related to material non-public information of the Company;
 - related to personal grievances;
 - derogatory references to individuals or that are otherwise in bad taste;
 - repetitious statements already made by another shareholder;
 - in furtherance of the shareholder’s personal or business interests; or
 - out of order or not otherwise suitable for the conduct of the Annual Meeting as determined by the Chair or Secretary in their reasonable judgment.
7. If there are any matters of individual concern to a shareholder and not of general concern to all shareholders, or if a question posed was not otherwise answered, such matters may be raised separately after the Annual Meeting by contacting Investor Relations at clay.crumbliss@icrinc.com.
8. Recording of the Annual Meeting is prohibited. A webcast playback will be available within approximately 24 hours after the completion of the Annual Meeting at www.virtualshareholdermeeting.com/GRWG2023.

Thank you for your cooperation and for joining us at the Annual Meeting.