

GROWLIFE, INC.

Form 4

April 29, 2014

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See Instruction*  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Hunt Robert E

(Last) (First) (Middle)

C/O GROWLIFE, INC., 20301  
VENTURA BLVD., SUITE 126

(Street)

WOODLAND HILLS, CA 91364

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

GROWLIFE, INC. [PHOT]

3. Date of Earliest Transaction  
(Month/Day/Year)

01/31/2014

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common (1)	01/31/2014		J(1)	V Amount (A) or (D) Price 12,412,518 A \$ 0.035	15,746,460	D	

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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SEC 1474  
(9-02)

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

# Edgar Filing: GROWLIFE, INC. - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Sec (Instr. 3 and 4)
12% Senior Secured Convertible Note <sup>(2)</sup>	\$ 0.035	01/31/2014		J <sup>(2)</sup>	12,412,518	06/07/2013 06/07/2023	Common 1

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hunt Robert E C/O GROWLIFE, INC. 20301 VENTURA BLVD., SUITE 126 WOODLAND HILLS, CA 91364	X		Executive Vice President	

## Signatures

/s/ Robert E.  
Hunt

04/29/2014

<sup>\*\*</sup>Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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).

(1) As of 1/31/14, Robert Hunt had 15,746,460 shares of common stock. However, as of this filing date, 4/29/14, Robert Hunt has 13,776,200 shares. Before this filing was submitted, Robert Hunt had already disposed of common stock shares that was previously reported on Form 4 for the transaction date(s) of 4/3/14, 4/4/14, and 4/7/14.

(2) Robert Hunt exercised the convertible note on 1/31/14, leaving Robert Hunt with 15,746,460 shares of common stock as of 1/31/14. In a prior Form 5 filed by Robert Hunt, it was reported that Robert Hunt could have exercised the note for 12,445,947 shares of common stock. However, due to the derivative nature of the note, when Robert Hunt converted the note on 1/31/14, Robert Hunt only converted it into 12,412,518 shares of common stock. As of this filing date, 4/29/14, Robert Hunt still beneficially owns 12,000,000 options.

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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