

## **SECURITIES & EXCHANGE COMMISSION EDGAR FILING**

# **GROW CAPITAL, INC.**

Form: 4

Date Filed: 2019-04-30

Corporate Issuer CIK: 1448558

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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL						
OMB Number:	3235-0287					
Estimated average burde	n hours					
per response	0.5					

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Re	sponses)																
Name and Address of Reporting Person     Sanko Carl					Issuer Name <b>and</b> Ticker or Trading Symbol GROW CAPITAL, INC. [GRWC]						Relationship of Reporting Person(s) to Issuer     (Check all applicable)     X Director						
(Last) (First) (Middle) 4824 DENARO DRIVE					Date of Earliest Transaction (Month/Day/Year)     04/05/2019												
(Street)				4	4. If Amendment, Date Original FiledMonth/Day/Year)						Individual or Joint/Group Filing(Check Applicable Line)     X_ Form filed by One Reporting Person     Form filed by More than One Reporting Person						
LAS VEGAS, NV 89135 (City) (State) (Zip)					Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye					3. Transaction te, if Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported Transaction(s (Instr. 3 and 4)			6. Ownership Form:	Beneficial			
					(Month/Day	y/ Year	Cod	de	V	Amount	(A) or (D)	r Price			Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common stoo	ck		04/05/2	2019			Α	١		1,000,000	Α	<u>(1)</u>	11,972,748	11,972,748		D	
Common stock 04/11/2019		2019			Р	)		1,666,667	Α	\$ 0.06	13,639,415			D			
Reminder: Repor	rt on a separat	e line for each	class of secur	ities bene	eficially owne	ed dire	ectly or in	P	erso orm a		ired to		llection of inform d unless the for				1474 (9-02)
				Table II				•		sposed of, o			Owned				
Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/\(^1\)	Executio	n Date, if	(Instr. 8)	D Sc Ac D	Numbe erivative ecurities cquired isposed nstr. 3, 4	(A) or of (D)	an (M		Date ar) piration	Underly (Instr. 3	and Amount of ying Securities 3 and 4)		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Reportino	g Owner	's			Code	V	(A)	(D)	Ex	ercisable Da	te	N	umber of Shares		(Instr. 4)	(Instr. 4)	
Reporting Owne	er Name / Add	Iress	Relatio	nships													
.,		Directo	10% Owner	Officer	Othe	r											

Bonostina Owner Name / Address	Relationships							
Reporting Owner Name / Address		10% Owner	Officer	Other				
Sanko Carl 4824 DENARO DRIVE LAS VEGAS, NV 89135	Х	Х	Secretary					

### **Signatures**

/s/ Carl Sanko	04/26/2019
-Signature of Reporting Person	Date

#### **Explanation of Responses:**

- $^{\star}$   $\,$  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) Fully vested shares issued for services as an officer for the period of 7/1/18 to 6/30/19

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

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

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	Responses)													
1. Name and Address of Reporting Person <sup>*</sup> Sanko Carl				2. Issuer Name <b>and</b> Ticker or Trading Symbol GROW CAPITAL, INC. [GRWC]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director X 10% Owner				
(Last) (First) (Middle) 4824 DENARO DRIVE				Date of Earliest Transaction (Month/Day/Year)     04/05/2019						X_ Officer (give title below)				
(Street) LAS VEGAS, NV 89135				If Amendment, Date Original FiledMonth/Day/Year)						Individual or Joint/Group Filing/Check Applicable Line)     X_ Form filed by One Reporting Person     Form filed by More than One Reporting Person				
(City) (State) (Zip)				Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
(Instr. 3) Date		2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date, any (Month/Day/Yea	(Instr. 8)		or Disposed of (D) (Instr. 3, 4 and 5)		` '		of Securities Beneficially bowing Reported Transaction(s 4)		6. Ownership Form: Direct (D) or Indirect	Beneficial Ownership	
					Code	٧	V Amount (A)		Price	э			(I) (Instr. 4)	
Common st	Common stock 04/09		04/05/2019		А		1,000,000	Α	<u>(1)</u>	11,972,748			D	
Common st	Common stock 04/11/2019		04/11/2019		Р		1,666,667	Α	\$ 0.06	13,639,415			D	
			Table I	- Derivative Secu		orm OMB		ired to ber.		llection of inform d unless the for				1474 (9-02
1. Title of							•		•	Owned				
Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Ye	3A. Deemed Execution Date, any (Month/Day/Yea	4. Transaction 5 Code (Instr. 8)	, warrants, op	6. ar (N	s, convertible Date Exercis ad Expiration Ionth/Day/Ye	able Date ar)	7. Title Underl	and Amount of ying Securities 3 and 4)  mount or umber of Shares	Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershi (Instr. 4)

### **Signatures**

/s/ Carl Sanko	04/26/2019
-Signature of Reporting Person	Date

#### **Explanation of Responses:**

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