

**IN THE MATTER OF**  
*The Securities Act, 1988*  
**AND**  
**IN THE MATTER OF**  
**Grow Solutions Holdings, Inc.**  
**CEASE TRADE ORDER**  
**(Subsection 134.1(1))**

**WHEREAS** FCAA Staff applied for a cease trade order under subsection 134.1 of *The Securities Act, 1988*, SS 1988, c S-42.2 (**Act**) against Grow Solutions Holdings, Inc. (**GSH**) for a failure to file a record or any information that is required to be filed pursuant to the Act or its regulations;

**AND WHEREAS** GSH is a reporting issuer under the Act;

**AND WHEREAS** GSH failed to file continuous disclosure materials as required by National Instrument 13-101 *System for Electronic Document Analysis and Retrieval (SEDAR)*; National Instrument 51-102 *Continuous Disclosure Obligations*; National Instrument 52-109 *Certificate of Disclosure in Issuers' Annual and Interim Filings*; National Instrument 52-110 *Audit Committees*; and National Instrument 58-101 *Corporate Governance Practices (Default)*, specifically:

1. June 30, 2020 Interim Financial Statements, MD&A, and Certifications;
2. Interim Financial Statements, interim MD&A and certificates for the period ended March 31, 2020;
3. December 31, 2019 Annual Financial Statements, including a filing fee of \$250, MD&A and Certifications;
4. September 30, 2019 Interim Financial Statements, Management's Discussion & Analysis (MD&A), and Certifications;
5. June 30, 2019 Interim Financial Statements, MD&A, and Certifications;
6. March 31, 2019 Interim Financial Statements, MD&A, and Certifications;
7. December 31, 2018 Annual Financial Statements, including a filing fee of \$250, MD&A and Certifications;
8. September 30, 2018 Interim Financial Statements, MD&A, and Certifications;
9. June 30, 2018 Interim Financial Statements, MD&A, and Certifications;
10. March 31, 2018 Interim Financial Statements, MD&A, and Certifications;

11. December 31, 2017 Annual Financial Statements, including a filing fee of \$250, MD&A, and Certifications;
12. September 30, 2017 Interim Financial Statements, MD&A, and Certifications;
13. June 30, 2017 Interim Financial Statements, MD&A, and Certifications; and,
14. March 31, 2017 Interim Financial Statements, MD&A, and Certifications.

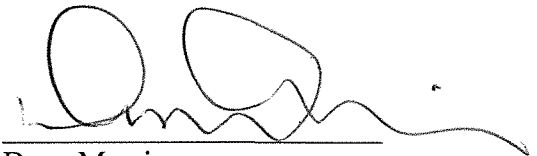
(collectively, the **Required Records**).

**AND WHEREAS** the Default continues as of the date of this order.

**AND WHEREAS** the Executive Director is of the opinion that it is in the public interest to make this order.

**IT IS HEREBY ORDERED** under Subsection 134.1(2)(b) of the Act, that, effective immediately, all trading in the securities of GSH, whether direct or indirect, shall cease until GSH files the Required Records or a further order is made by the Executive Director.

**DATED** at the City of Regina, in the Province of Saskatchewan, on August 31, 2020.



Dean Murrison  
Executive Director,  
Securities Division,  
Financial and Consumer  
Affairs Authority of  
Saskatchewan