SEC	Form	4

## 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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

		Table I Non D	arivative Securities Acquired Dispessed of an Repofic	aially Owned				
(City)	(State)	(Zip)						
SAN FRANCISCO	CA	94111	_					
(Street)				Form filed by More the	an One Reporting Person			
C/O GROVE COLLABORATIVE HOLDINGS, INC. 1301 SANSOME STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filin X Form filed by One Re	porting Person			
(Last)	(First)	(Middle)	<ul> <li>3. Date of Earliest Transaction (Month/Day/Year)</li> <li>03/11/2024</li> </ul>	Officer (give title below)	Other (specify below)			
1. Name and Address of Reporting Person * <u>REPLOGLE JOHN B</u>			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Grove Collaborative Holdings, Inc.</u> [GROV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
issuer that is inten	e conditions of Rule struction 10.							

## 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	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	03/11/2024		Р		25,900	Α	\$1.93 <sup>(1)</sup>	349,605	D	
Class A Common Stock								53	Ι	See footnote <sup>(2)</sup>

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

1. Title of Derivative Security (Instr.	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)		Derivative		Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	Reported	Ownership Form: Direct (D)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	,	Transaction(s) (Instr. 4)		

Explanation of Responses:

1. The transaction was executed in multiple trades in prices ranging from \$1.845 to \$1.97, inclusive. The price reported in Column 4 above reflects the weighted average purchase price. The Reporting person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares purchased at each respective price within the range set forth in this footnote of this Form 4.

2. These securities are directly held by Replogle Family LLC, for which the Reporting Person serves as manager.

/s/Barbara Wallace, Attorney-in-	03/13/2024		
Fact for John B. Replogle	03/13/202-		
** Signature of Reporting Person	Date		

\*\* Signature of Reporting Person

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

\* 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).

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

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 Number.