GreenGro Technologies, Inc.

A Nevada corporation

Quarterly Report

September 30, 2015

Item I **The exact name of the Issuer and its predecessors (if any)**

"GreenGro Technologies, Inc."
Formerly "Authoriszor, Inc." since 1999

Item 2 **The Issuers principal place of office:**

Company Headquarters
1100 E. Orangefair Lane
Suite I
Anaheim, CA 92801

Phone: (714) 441-1408
Fax: (714) 441-1409
State of Incorporation: Delaware, July, 1996
Converted to Nevada Corporation: June 24, 2013

Item 3 **Security Information**

Common Stock
Symbol: GRNH
CUSIP: 39526G 107

The number of shares or total amount of the securities outstanding for each class of securities authorized:

Period end date: September 30, 2015

Common Stock

i) as of September 30, 2015
ii) 500,000,000 authorized
iii) 233,240,723 issued and outstanding
iv) 160,400,788 freely tradable shares
v) 3 beneficial shareholders
vi) 536 shareholders of record

Preferred Stock

i) as of September 30, 2015
ii) 10,000,000 authorized
iii) 10,000,000 issued and outstanding

Period end date: December 31, 2014

Common Stock

i) as of December 31, 2014
ii) 500,000,000 authorized
iii) 208,490,723 issued and outstanding
iv) 160,400,788 freely tradable shares
v) 3 beneficial shareholders
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i) as of December 31, 2014
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iii) 10,000,000 issued and outstanding

Transfer Agent:

Fidelity Transfer Services, Inc.
The Emerald Plaza
402 W. Broadway, 25th floor
San Diego, CA
92101-3456

Office: (619) 501-4512
Fax: (619) 272-4251

Registered under the Exchange Act and regulated by the SEC.

Item 4 Issuance History

In the nine months ended September 30, 2015, the Company issued 32,250,000 shares of common stock of which 28,850,000 shares were for consulting services and 3,400,000 shares were for $132,000 cash. The Company was returned 7,500,000 shares of common stock from Tricor which were cancelled upon return. The shares issued for consulting services were valued at the closing stock price on the date of the executed consulting agreements and expensed over the life of said consulting agreements. Any unearned portion of the consulting agreement is recorded as a prepaid asset (See "Note 4 – Prepaids"). In the nine months ended September 30, 2015 the Company recorded a non-cash consulting expense of $2,327,652.

Item 5 Financial Statements

GREENGRO TECHNOLOGIES, INC.
Consolidated Financial Statements
September 30, 2015 and December 31, 2014
(Unaudited)

GREENGRO TECHNOLOGIES, INC.
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	September 30, 2015	December 31, 2014
ASSETS:		
Current Assets:		
Cash	$ 32,101	$ 94,878
Accounts Receivable, net	3,142	-
Prepaids	36,637	875,841
Inventory	295,666	332,678
Deposits	6,000	500
Note Receivable	4,750	-
Note Receivable to Related Party	374,616	307,957
Interest Receivable	12,309	4,365
Total Current Assets	765,221	1,616,219
Property, Plant, & Equipment, net	529,207	545,109
Leasehold Improvements, net	10,853	12,367
Other Assets:		
Goodwill	623,253	623,253
Investment Asset - 26% ownership in Tricor Mechanical, Inc.	-	293,822
Total Other Assets	623,253	917,075
Total Assets	$ 1,928,534	$ 3,090,770
LIABILITIES:		
Current Liabilities		
Accounts Payable and Accrued Expenses	$ 23,324	$ 20,035
Accrued Interest	22,500	11,250
Convertible Note Payable	150,000	150,000
Derivative Liability	-	45,381
Related Party Payables	89,329	97,779
Total Current Liabilities	285,153	324,445
STOCKHOLDERS' EQUITY:		
Preferred Stock $.001 par value 10,000,000 authorized, 10,000,000 shares outstanding, respectively	10,000	10,000

Common Stock $.001 par value; 500,000,000 shares authorized, 233,240,723 and 208,490,723 shares outstanding, respectively	233,241	208,491
Additional Paid In Capital	13,196,057	11,666,231
Stock Payable	-	168,750
Stock Subscription Receivable	(561)	(49,025)
Retained Deficit	(11,725,198)	(9,183,054)
Total Stockholders' Equity	1,713,539	2,821,393
Non-Controlling Interest	(70,158)	(55,068)
Stockholders' Deficit Allocated to Greengro Technologies, Inc.	1,643,381	2,766,325
Total Liabilities and Equity	$ 1,928,534	$ 3,090,770

The accompanying notes are an integral part of these unaudited financial statements.

GREENGRO TECHNOLOGIES, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2015	2014	2015	2014
Revenues	$ 98,155	$ 124,650	$ 309,190	$ 423,753
Cost of Revenues	63,828	66,578	201,059	275,740
Gross Margin	34,327	58,072	108,131	148,013
Operating Expenses:				
Amortization & Depreciation	655	11,123	19,761	21,560
Consulting	78,421	111,926	2,364,389	5,256,734
Salaries and Wages	3,061	33,759	92,296	73,077
General and Administrative	5,079	130,580	153,140	297,347
Professional Fees	1,049	8,479	31,643	24,663
Total Operating Expenses	88,266	295,867	2,661,229	5,673,381
Loss from Operations	(53,939)	(237,795)	(2,553,098)	(5,525,368)
Other Income (Expenses):				
Loss on sale of equipment	-	-	(862)	-
Gain/(loss) on derivative adjustment	-	13,543	-	13,543
Interest expense - derivative	-	-	-	(236,977)
Interest expense	(3,750)	(3,750)	(11,250)	(7,500)
Interest income		1,021	7,976	2,170
Total Other Income (Expenses)	(3,750)	10,814	(4,136)	(228,764)
Net Income Before Taxes	(57,689)	(226,981)	(2,557,234)	(5,754,132)
Provision for Income Taxes	-	-	-	-
Net Loss	$ (57,689)	$ (226,981)	$ (2,557,234)	$ (5,754,132)
Net Loss Allocated to Non-Controlling Interest	1,861	13,410	15,090	26,147

Net Loss, Adjusted	$ (55,828)	$ (213,571)	$ (2,542,144)	$ (5,727,985)
Net loss per share- Basic and Diluted	$ (0.00)	$ (0.00)	$ (0.01)	$ (0.03)
Weighted average numbers of shares outstanding- Basic and Diluted	223,854,721	192,465,031	216,782,013	195,712,565

The accompanying notes are an integral part of these unaudited financial statements.

GREENGRO TECHNOLOGIES, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	For the Nine Months Ended September 30,	
	2015	2014
Cash flows from operating activities:		
Net loss	$ (2,557,234)	$ (5,754,132)
Non-cash items:		
Stock for services	2,327,652	5,168,859
Derivative adjustment		223,434
Loss on sale of equipment	862	-
Depreciation	18,247	16,451
Amortization	1,513	5,110
Changes in operating assets and liabilities		
Accounts Receivable	(3,142)	30,585
Prepaids	-	-
Deposits	(5,500)	(500)
Note receivable	(4,750)	-
Inventory	37,012	(349,572)
Interest receivable	(7,944)	(2,129)
Accounts payable	3,289	3,542
Deferred liability	-	7,000
Accrued interest	11,250	6,500
Related party payable	(8,450)	(40,115)
Net cash used in operating activities	(187,195)	(684,967)
Cash flows from investing activities:		
Purchase of equipment	(7,408)	(427,135)
Leasehold improvements	-	(32,734)
Net cash provided by investing activities	(7,408)	(459,869)
Cash flows from financing activities:		
Proceeds from sale of common stock, net of offering costs	128,800	1,265,000
Capital contributions	3,026	-
Net cash provided by financing activities	131,826	1,265,000
Net Change in Cash	(62,777)	120,164
Cash, beginning of period	94,878	2,281

Cash, end of period	$	32,101	$	122,445
SUPPLEMENTARY DISCLOSURE OF CASH FLOW INFORMATION:				
Cash paid for interest	$	-	$	-
Cash paid for taxes	$	-	$	2,400
Cash in Company's lawyer trust account	$	561	$	-
NON CASH INVESTING & FINANCING ACTIVITIES:				
Stock issued for equipment	$	-	$	-
Stock issued for provisional patent	$	-	$	750
Stock issued for acquisition of VH, Inc.	$	-	$	580,000
Stock issued for 26% investment in Tricor	$	-	$	293,822
Cash advanced to note receivable - related party from Company's lawyer trust account	$	66,676	$	-

The accompanying notes are an integral part of these unaudited financial statements.

GREENGRO TECHNOLOGIES, INC.
Notes to Consolidated Financial Statements
September 30, 2015 and December 31, 2014
(Unaudited)

NOTE 1- DESCRIPTION OF BUSINESS AND HISTORY

Greengro Technologies Inc. (formerly Authorizor, Inc.) (the "Company" or "GreenGro") was incorporated in 1996 under the laws of the State of Delaware. On September 1, 2009, the Company changed its name to GreenGro Technologies, Inc. The Company owns 51% equity in BP Gardens, Inc. which was incorporated under the laws of the state of Nevada on September 9, 2013 for the purpose of partnering with affiliates to lease and develop 4.5 acres in Buena Park, CA. where together they will build greenhouses to demonstrate the Company's advanced indoor growing technology. The production will be sold commercially and at farmers markets and restaurants in the region.

On January 15, 2014, the Company entered into a joint venture agreement with John Taylor (dba Lincoln Hills Organics) to construct up to six greenhouses on the 45,000 square foot property. The Company will operate the joint venture agreement through BP Gardens 2, Inc. a 51% owned corporation, which was incorporated under the laws of the state of Nevada on February 28, 2014. We are currently matching capital to develop the land and construct our innovative greenhouse technology. We have cleared the environmental hurdles, completed approximately 90+% of the construction, and are fine tuning the mechanical and technology interfaces so that initial productions tests may begin. We plan to grow lettuces, tomatoes, leafy greens, herbs and fish for sale in commercial markets. The revenues and costs of operations will be split 51/49 with our partner John Taylor. Research and development begins on BP Gardens, Buena Park, to use hydroponic cultivation systems to grow a variety of leafy greens in our greenhouse environments to discover best practices in a challenging hydroponic environment. Limited aquaponic systems, assembled for growing herbs and leafy greens, will be marketed through our retail store operations, including public education outreach with our renowned marine biologist, Nancy Caruso.

In addition to BP Gardens and BP Gardens 2 operations, the Company sales eco-friendly sustainable vertical cultivation systems and hydroponic supplies through their retail store in Anaheim California.

NOTE 2- SUMMARY OF SIGNIFICANT POLICIES

Basis of Presentation

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Unaudited Interim Financial Information

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in The United States of America and the

rules and regulations of the Securities and Exchange Commission for interim financial information. Accordingly, they do not include all the information necessary for a comprehensive presentation of financial position and results of operations.

It is management's opinion, however, that all material adjustments (consisting of normal and recurring adjustments) have been made which are necessary for a fair financial statements presentation. The results for the nine months ended September 30, 2015 are not necessarily indicative of the results to be expected for the fiscal year ending December 31, 2015.

Principles of Consolidation

The accompanying consolidated financial statements include all of the accounts of the Company, BP Gardens, Inc. and BP Gardens 2, Inc. as of September 30, 2015 and December 31, 2014.

The Company has an equity interest in the following entities;

- 51% of BP Gardens, Inc.
- 51% of BP Gardens 2, Inc.

The Company has accounted for the non-controlling interest using GAAP accounting standards. All intercompany balances and transactions have been eliminated.

Non-Controlling Interest

Greengro Technologies, Inc. owns 51% of BP Gardens, Inc and 51% of BP Gardens 2, Inc. Under the Equity Method of Accounting, it is required to consolidate 100% of the operations of a majority-owned subsidiary, that portion of subsidiary net equity attributable to the non-controlling ownership, together with an allocated portion of net income or net loss incurred by the subsidiaries, must be reflected on the consolidated financial statements. On the balance sheet, non-controlling has been shown in the Equity Section, separated from the equity of Greengro Technologies, Inc. while on the income statement, the non-controlling shareholder allocation of net loss has been shown in the Consolidated Statements of Operations.

Use of Estimates and Assumptions

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates. Such estimates include management’s assessments of the carrying value of certain assets, useful lives of assets, and related depreciation and amortization methods applied.

Cash and Cash Equivalents

For the purpose of the statements of cash flows, all highly liquid investments with an original maturity of six months or less are considered to be cash equivalents. The carrying value of these investments approximates fair value.

Accounts Receivable

Accounts receivable related to the products and services sold are recorded at the time revenue is recognized, and are presented on the balance sheet net of allowance for doubtful accounts. The ultimate collection of the receivable may not be known for several months after services have been provided and billed.

The Company has established an allowance for doubtful accounts based upon factors pertaining to the credit risk of specific customers, analyses of current and historical cash collections, and the aging of receivables. Delinquent accounts are written-off when the likelihood for collection is remote and/or when the Company believes collection efforts have been fully exhausted and the Company does not intend to devote any additional efforts in an attempt to collect the receivable. The Company adjusts their allowance for doubtful accounts balance on a quarterly basis.

Inventory

The Company's inventory consists of finished product valued under the FIFO method, stated and the lower of cost or market value.

Property Plant, & Equipment

Property, plant, and equipment are recorded at cost. Major renewals and improvements are capitalized, while maintenance and repairs are expensed when incurred. Expenditures for major additions and betterments are capitalized in amounts greater or equal to $500. Depreciation of equipment is computed by the straight-line method (after taking into account their respective estimated residual values) over the assets estimated useful life of three (3), five (5), or seven (7) years. Upon sale or retirement of equipment, the related cost and accumulated depreciation are removed from the accounts and any gain or loss is reflected in statements of operations.

Leasehold Improvements

Leasehold improvements are stated at cost less accumulated amortization. The Company records amortization using the straight-line method over the life of the lease, which is one year. Maintenance and repair costs are expensed as they are incurred while renewals and improvements which extend the useful life of an asset are capitalized. At the time of retirement or disposal of property and equipment, the cost and related accumulated amortization are removed from the accounts and any resulting gain or loss is reflected in the results of operations.

Income Taxes

The Company follows Section 740-10-30 of the FASB Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the temporary differences are expected to be recovered or settled. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company adopted section 740-10-25 of the FASB Accounting Standards Codification ("Section 740-10-25") with regards to uncertainty in income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures. The Company had no material adjustments to its assets and/or liabilities for unrecognized income tax benefits according to the provisions of Section 740-10-25.

Earnings (loss) Per Share

The Company computes basic and diluted earnings per share amounts pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic earnings per share is computed by dividing net income (loss) available to common shareholders, by the weighted average number of shares of common stock outstanding during the period, excluding the effects of any potentially dilutive securities. Diluted earnings per share is computed by dividing net income (loss) available to common shareholders by the diluted weighted average number of shares of common stock during the period. The diluted weighted average number of common shares outstanding is the basic weighted number of shares adjusted as of the first day of the year for any potentially diluted debt or equity.

There are potentially 100,000,000 dilutive shares outstanding as of September 30, 2015 which relate to 10,000,000 outstanding preferred shares that have 10 to 1 conversion rights.

Fair Value of Financial Instruments

The Company adopted the provisions of FASB ASC 820 (the "Fair Value Topic") which defines fair value, establishes a framework for measuring fair value under GAAP, and expands disclosures about fair value measurements.

The Fair Value Topic defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. It requires that valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs. It also establishes a fair value hierarchy, which prioritizes the valuation inputs into three broad levels.

The following fair value hierarchy is used to classify assets and liabilities based on the observable inputs and unobservable inputs used in order to value the assets and liabilities:

A) Market approach—Uses prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities. Prices may be indicated by pricing guides, sale transactions, market trades, or other sources;

B) Cost approach—Based on the amount that currently would be required to replace the service capacity of an asset (replacement cost); and

C) Income approach—Uses valuation techniques to convert future amounts to a single present amount based on current market expectations about the future amounts (includes present value techniques, and option-pricing models). Net present value is an income approach where a stream of expected cash flows is discounted at an appropriate market interest rate.

Level 1: Quoted market prices available in active markets for identical assets or liabilities as of the reporting date. An active market for an asset or liability is a market in which transactions for the asset or liability occur with significant frequency and volume to provide pricing information on an ongoing basis.

Level 2: Observable inputs other than Level 1 inputs. Example of Level 2 inputs include quoted prices in active markets for similar assets or liabilities and quoted prices for identical assets or liabilities in markets that are not active.

Level 3: Unobservable inputs based on the Company's assessment of the assumptions that are market participants would use in pricing the asset or liability.

The carrying amount of the Company's financial assets and liabilities, such as cash, prepaid expenses, accounts payable, accrued expenses, and deferred revenue approximate their fair value because of the short maturity of those instruments. The Company's note payable approximate the fair value of such instruments based upon management's best estimate of interest rates that would be available to the Company for similar financial arrangements at September 30, 2015 and December 31, 2014.

Impairment of Intangible Assets

The Company follows paragraph 360-10-05-4 of the FASB Accounting Standards Codification for its long-lived assets. The Company's long-lived assets, such as intellectual property are required to be reviewed for impairment annually, or whenever events or changes in circumstances indicate that the carrying amount of the asset may not be recoverable.

The Company assesses the recoverability of its long-lived assets by comparing the projected undiscounted net cash flows associated with the related long-lived asset or group of long-lived assets over their remaining estimated useful lives against their respective carrying amounts. Impairment, if any, is based on the excess of the carrying amount over the fair value of those assets. Fair value is generally determined using the asset's expected future discounted cash flows or market value, if readily determinable. If long-lived assets are determined to be recoverable, but the newly determined remaining estimated useful lives are shorter than originally estimated, the net book values of the long-lived assets are depreciated over the newly determined remaining estimated useful lives.

The Company determined that there were no impairments of long-lived assets as of September 30, 2015 and December 31, 2014.

Commitments & Contingencies

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

Revenue Recognition

The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company will recognize revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured. In addition, the Company records allowances for accounts receivable that are estimated to not be collected.

Revenues from multi-month training contracts are recognized over the length of the contract term rather than when the contract begins. Because a significant amount of the Company's contract sales are greater than three months in length, the Company apportions that revenue over the duration of the contract term even though either the full amount or a significant portion is collected when the contract begins. The difference between the gross cash receipts collected and the recognized revenue from those sales during the respective reporting period will appear as deferred revenue.

Subsequent Events

The Company follows the guidance in Section 855-10-50 of the FASB Accounting Standards Codification for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued.

Recent Accounting Pronouncements

Company management does not believe that any other recently issued, but not yet effective accounting pronouncements, if adopted, would have a material effect on the accompanying financial statements.

NOTE 3 – GOING CONCERN

As reflected in the accompanying financial statements, the Company had an accumulated deficit of $11,702,198 at September 30, 2015 and had a net loss of $2,542,144 and net cash used in operating activities of $187,195 for the nine months ended September 30, 2015.

While the Company is attempting to improve operations and increase revenues, the Company's cash position may not be significant enough to support the Company's daily operations over the next year. Management intends to increase revenues and raise additional funds by way of a public or private offering. Management believes that the actions presently being taken to further implement its business plan and increase revenues provide the opportunity for the Company to continue as a going concern. While the Company believes in the viability of its strategy to generate revenues and in its ability to raise additional funds, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon the Company's ability to further implement its business plan.

The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 4 – PREPAIDS

The prepaid asset recorded at September 30, 2015 was the result of:

a.) On December 19, 2014, the Company renewed a consulting contract with a non-related third party for another one year term whereby the Company will issue 1,250,000 shares of common stock. The shares were not issued till early 2015 and recorded as a stock payable as of December 31, 2014. The 1,250,000 shares were valued at the closing price of $0.135 on the date of the agreement which resulted in the Company recording consulting expense of $168,750 over the life of the contract.

As of September 30, 2015 and December 31, 2014, the Company had a prepaid balance of $36,637 and $875,841 which are derived from the uncompleted portion of the consulting agreements with the Company.

NOTE 5 –INVENTORY

	September 30, 2015	December 31, 2014
Hydroponic supplies held in stores	$ 295,666	$ 154,303
Hydroponic supplies held in warehouse	-	178,375
Revaluation adjustment	-	-
	$ 295,666	$ 332,678

The Company values its inventory using the FIFO method. In the nine months ended September 30, 2015 the Company did not adjust its inventory balance. In the year ended December 31, 2014, the Company wrote downs its inventory balances due from lost, possible theft, and/or adjustment of inventory in the amounts of $50,969. As of the date of this filing, the Company has one brick-and-mortar store locations that sells hydroponic supplies which consists of indoor and outdoor growing supplies, fully operational aquaponic systems and other nutrients and materials.

As of September 30, 2015 and December 31, 2014, the Company had inventories held at a net realizable value of $295,666 and $332,678.

NOTE 6 - NOTES RECEIVABLE TO RELATED PARTY

On March 20, 2014, the Company executed a note receivable in the amount up to $350,000 with Cannabis Ventures, Inc., (“CV”), a private Nevada corporation which shares an officer with the Company. The note bears interest of 3% per annum and has a maturity date of December 31, 2014. In April of 2015, the Company and CV agreed to extend the maturity date to December 31, 2015 as well as increase the note receivable from $350,000 to $400,000. As of September 30, 2015 and December 31, 2014, the Company has a note receivable to related party balance of $374,616 and $307,957. As of September 30, 2015 and December 31, 2014, the Company has an interest receivable to related party balance of $12,309 and $4,365.

NOTE 7 –PROPERTY, PLANT, & EQUIPMENT

Property, plant, & equipment at September 30, 2015 and December 31, 2014 consisted of the following:

	September 30, 2015	December 31, 2014
Property, Plant & Equipment	$ 563,599	$ 561,692
Less: Accumulated Depreciation	(34,392)	(16,584)
Property, Plant, & Equipment, net	$ 529,207	$ 545,109

Through our 51% owned subsidiaries BP Gardens, Inc. and BP Gardens 2, Inc. which we have a 51/49 joint venture agreement with, we have begun construction of the property to build state of the art greenhouses. Pursuant to this joint venture agreement, the Company has split the costs 51/49 for the development and construction of the BP Gardens, Inc. and BP Gardens 2, Inc. locations. As of September 30, 2015 and December 31, 2014, the total amount of money spent on equipment by the Company and its 49% non-controlling partner to develop the BP Gardens, Inc. location was approximately $80,840 and $67,837 of which the Company paid $34,597. As of December 31, 2014, the total amount of money spent on equipment by the Company and its 49% non-controlling partner to develop the BP Gardens 2, Inc. location was approximately $426,452 and $424,747 of which the Company paid $216,621.

Depreciation Expense

For the nine months ended September 30, 2015 and 2014, the Company recorded depreciation expense of $18,247 and $8,133. The Company has not begun depreciating the cost to construct greenhouses at the BP Gardens, Inc. and BP Gardens 2, Inc. locations as they are not yet fully operational.

NOTE 8 – LEASEHOLD IMPROVEMENTS

Leasehold improvements at September 30, 2015 and December 31, 2014 consisted of the following:

	September 30, 2015	December 31, 2014
Leasehold Improvements- Warehouse	$ 25,000	$ 25,000
Leasehold Improvements- Retail store – Lincoln Ave	2,661	2,661
Leasehold Improvements- BP Gardens	11,950	11,950
Less: Accumulated Amortization	(28,758)	(27,244)
Leasehold Improvements, net	$ 10,853	$ 12,367

Amortization Expense

In the nine months ended September 30, 2015 and 2014, the Company recorded amortization expense of $1,513 and $2,304.

NOTE 9 - GOODWILL

On March 20, 2014, the Company executed an business acquisition agreement with Vertical Hydrogardens, Inc. ("VH, Inc."), a retail store located at 106 Sunrise Ave. Suite C2, Roseville, CA 95661, whereby the Company acquired 100% equity in VH, Inc. for the issuance of 1,000,000 common shares of the Company's stock as well as a $150,000 convertible note payable to Don Smith, an owner of VH, Inc. at the time of acquisition, with interest of 10% per annum, due in full in one year. Don Smith made payments to vendors of VH, Inc. of approximately $150,000 in order to clear all debt related to VH, Inc. inventory. The convertible note is convertible into shares of the Company at a fixed conversion rate of $0.10 after the legal vesting period. The 1,000,000 shares of common stock were valued at the closing trading price on the date of the executed agreement, March 20, 20014, which was $0.58/share. This acquisition agreement executed on March 20, 2014 will amend the previous acquisition agreement with VH, Inc. dated March 1, 2013 whereby the Company was to issue 2,000,000 common shares for 33% equity interest in VH, Inc. The March 1, 2013 acquisition agreement will be null in void at the completion of the March 2014 acquisition agreement.

The goodwill recognized by the Company for the purchase of VH, Inc. was calculated as follows,

Issuance of convertible note payable	$ 150,000
Issuance of 1,000,000 common shares	580,000
Liabilities assumed	-
Assets acquired	(106,747)
Goodwill	$ 623,253

NOTE 10 – INVESTMENT ASSET

On July 28, 2014, the Company executed an acquisition agreement with Tricor Mechanical Inc., a private California Corporation, ("TMI"), whereby the Company acquired a 26% equity interest in TMI for the issuance of 7,500,000 restricted shares of common stock in the Company. The Company will have the option to acquire an additional 25% in TMI for an additional 7,500,000 shares of common stock and will do so upon the completion of an audit of TMI. The Company will have the option to purchase the remaining 49% interest in TMI for 15,000,000 shares of common stock in the Company. TMI is a provider of quality mechanical HVAC contract service to the Southern California construction industry.

As of December 31, 2014, the Company has issued TMI 7,500,000 shares of common stock in return for 260 shares of TMI which represents approximately 26% of the total and outstanding shares in TMI. The Company recorded a cost basis for its investment in TMI of $293,822, which was calculated as 26% of the stockholders' equity balance of TMI, approximately $1,130,084, on the date of the agreement. In March of 2015, the Company executed a rescission agreement with TMI to unwind the acquisition agreement dated July 28, 2014, whereby the Company is to be returned 7,500,000 shares of its common stock and the Company will return the 26% equity interest back to TMI.

As of September 30, 2015 and December 31, 2014, the Company has an investment asset of $0 and $293,822.

NOTE 11 - CONVERTIBLE NOTE PAYABLE

As of September 30, 2015 and December 31, 2014, the Company had one convertible note payable outstanding in the amount of $150,000 detailed below.

Convertible Note – Don Smith

Pursuant to an equity purchase agreement with VH, Inc. in March of 2014, the Company purchased 100% equity in VH, Inc. for the issuance of 1,150,000 common shares and the issuance of a $150,000 convertible note payable to Don Smith, an owner of VH, Inc. whom made payments to vendors of VH, Inc. at the close of the equity purchase agreement of approximately $150,000 in order to clear all debts related to VH, Inc. inventory. The convertible note bears interest of 10% per annum, due in full in one year and convertible into shares of the Company at a fixed rate of $0.10 after the legal vesting period.

Derivative Liability

As of September 30, 2015, the Company wrote off the derivative liability to zero ($0) as the fixed conversion price of $0.10 pertaining to the outstanding convertible note was above the closing trading price of the Company's stock on September 30, 2015. Therefore the Company believes the likelihood of conversion is non-existent.

At December 31, 2014, the Company used the Black Scholes Model to calculate a derivative liability of $45,381 pertaining to the outstanding convertible note payable of $150,000.

The following is the range of variables used in revaluing the derivative liabilities at September 30, 2015 and December 31, 2014:

	September 30, 2015	December 31, 2014
Annual dividend yield	n/a	0
Expected life (years) of	n/a	0.25
Risk-free interest rate	n/a	10%
Expected volatility	n/a	120.68%

NOTE 12 - STOCKHOLDERS' EQUITY (DEFICIT)

Preferred Stock

The Company is authorized to issue 10,000,000 shares of preferred stock with a par value of $0.001. The preferred shares have (10) ten for (1) one voting and conversion rights.

In February of 2012, the Company issued 10,000,000 preferred shares to its chief executive officer and director of the Company, James Haas, for founder related services rendered to the Company. The founder shares were valued at par $0.001 which resulted in a founder shares expense of $10,000.

Common Stock

On June 2, 2014, the Company amended its articles of incorporation to increase the numbers of authorized common shares from 200,000,000 to 500,000,000, with a par value of $0.001.

In the year ended December 31, 2011, the Company issued 21,000,000 shares to Vertical Hydrogardens, Inc. for patent pending technology, 2,200,000 shares for $10,000 cash, and 2,500,000 shares for services rendered to the Company which resulted in an expense of $42,500. This expense was calculated using the closing price of the stock of $0.017 per share on the date of issuance.

In the year ended December 31, 2012, the Company issued 4,300,000 shares of common stock for $27,000 cash. The Company also issued 5,000,000 shares for services rendered to its chief financial officer. The shares were valued at the closing price of the stock on the date of issuance which resulted in an expense of $97,500 being recorded.

In the year ended December 31, 2013, the Company issued 29,000,000 common shares of which 3,000,000 shares were for $110,000 cash, 22,750,000 shares were for services, 1,250,000 shares were for a dump truck and backhoe and 2,000,000 shares were for the reduction of $33,795 of notes payable and $1,000 of accrued interest. The shares for services were valued at the closing stock price on the date of the services agreements, which resulted in the Company recording an expense of $1,056,000.

In the years ended December 31, 2014, the Company issued 48,775,000 shares of common stock of which 10,275,000 shares were for $1,390,000 cash, 19,250,000 shares were for services, 7,500,000 shares were for a 26% equity interest in Tricor Mechanical Inc., 750,000 shares were for patent pending technology, 10,000,000 shares were for the reduction of $100,000 in convertible debt and 1,000,000 shares were included in the consideration paid for VH, Inc. The shares issued for consulting services were valued at the closing stock price on the date of the executed consulting agreements and expensed over the life of said consulting agreements. Any unearned portion of the consulting agreement is recorded as a prepaid asset. In the year ended December 31, 2014 the Company recorded a non-cash consulting expense of $5,524,976.

In the nine months ended September 30, 2015, the Company issued 32,250,000 shares of common stock of which 28,850,000 shares were for consulting services and 3,400,000 shares were for $132,000 cash. The Company was returned 7,500,000 shares of common stock from Tricor which were cancelled upon return. The shares issued for consulting services were valued at the closing stock price on the date of the executed consulting agreements and expensed over the life of said consulting agreements. Any unearned portion of the consulting agreement is recorded as a prepaid asset (See "Note 4 – Prepaids"). In the nine months ended September 30, 2015 the Company recorded a non-cash consulting expense of $2,327,652.

Stock Subscription Receivable

As of September 30, 2015 and December 31, 2014, the Company has stock subscription receivable balance of $561 and $49,025 which pertains to investor funds held in a trust bank account managed and controlled by the Company's lawyer.

NOTE 13- RELATED PARTY TRANSACTIONS

Note Receivable to Related Party

On March 20, 2014, the Company executed a note receivable in the amount up to $350,000 with Cannabis Ventures, Inc., ("CV"), a private Nevada corporation which shares an officer with the Company. The note bears interest of 3% per annum and has a maturity date of December 31, 2014. In April of 2015, the Company and CV agreed to extend the maturity date to December 31, 2015 as well as increase the note receivable from $350,000 to $400,000. As of September 30, 2015 and December 31, 2014, the Company has a note receivable to related party balance of $374,616 and $307,957. As of September 30, 2015 and December 31, 2014, the Company has an interest receivable to related party balance of $12,309 and $4,365.

Related Party Payables

The management of the Company has made non-interest bearing, unsecured, due on demand cash advances to the Company. As of September 30, 2015 and December 31, 2014, the related party payable balance was $89,329 and $97,779.

NOTE 14 – MATERIAL AGREEMENTS

Vertical Hydrogardens, Inc. (Store closed in November 2014)

On March 1, 2013, the Company executed an equity purchase agreement with Vertical Hydrogardens, Inc., ("VH, Inc."), a retail store located at 106 Sunrise Ave. Suite C2, Roseville, CA 95661, whereby the Company will issue 2,000,000 common shares in return for 33% equity interest in VH, Inc. The shares were valued at the closing price on the date of execution which was $0.08 per share. This resulted in an investment asset of $160,000 with the offsetting credit to stock subscription payable. At December 31, 2013, the Company revalued the asset based on 33% of the December 31, 2013 stockholders' equity balance of VH, Inc. The equity balance of VH, Inc. at December 31, 2013 was negative, therefore the Company recorded an impairment loss of $160,000 which resulted in the investment asset being written down the zero (-$0-).

On March 20, 2014, the Company executed a business acquisition agreement with Vertical Hydrogardens, Inc. ("VH, Inc."), a retail store located at 106 Sunrise Ave. Suite C2, Roseville, CA 95661, whereby the Company acquired 100% equity in VH, Inc. for the issuance of 1,000,000 common shares of the Company's stock as well as a $150,000 convertible note payable to Don Smith, an owner of VH, Inc. at the time of acquisition, with interest of 10% per annum, due in full in one year. Don Smith made payments to vendors of VH, Inc. of approximately $150,000 in order to clear all debt related to VH, Inc. inventory. The convertible note is convertible into shares of the Company at a fixed conversion rate of $0.10 after the legal vesting period. The 1,000,000 shares of common stock were valued at the closing trading price on the date of the executed agreement, March 20, 20014, which was $0.58/share. This acquisition agreement executed on March 20, 2014 will amend the previous acquisition agreement with VH, Inc. dated March 1, 2013 whereby the Company was to issue 2,000,000 common shares for 33% equity interest in VH, Inc. The March 1, 2013 acquisition agreement will be null in void at the completion of the March 2014 acquisition agreement. Moreover, the 2,000,000 common shares to be issued pursuant to the March 1, 2013 agreement were never issued and were recorded as stock payable yet the Company did issue 1,000,000 shares pursuant to the business acquisition agreement dated March 20, 2014.

In November of 2014, the Company closed Vertical Hyrdrogardens, Inc., a store in Roseville California, due to poor sales, to reduce overhead and combine sales force in a more profitable southern California store location (Further described in Note 15).

BP Gardens

On September 9, 2013, the Company formed a subsidiary corporation, BP Gardens, Inc., for the purpose of entering into a joint venture agreement. The Company entered into a joint venture partnership agreement with John's Wholesale Nursery ("John") to develop 4.5 acres of leased land in Buena Park, California. Pursuant to the joint venture agreement, the Company will be entitled to 51% of net revenues and equity. John will be entitled to the other 49% of net revenues and equity. The Company entered into a 20 year sublease agreement with John, whom is the lease holder, on September 1, 2013 at 7701 Knott Avenue in Buena Park, California. The sublease requires the Company to pay John $1,500 a month. The Company and John are in the process of clearing and developing the 4.5-acres of land for the purpose of installing innovative greenhouse technology. They plan to sell the vegetables grown in the commercial market.

BP Gardens 2, Inc.

On January 15, 2014, the Company entered into a joint venture agreement with John Taylor (dba Lincoln Hills Organics) to construct six greenhouses on the 45,000 square foot property. The Company plans to grow lettuce, tomatoes, leafy greens, herbs and fish for the sale in commercial markets. Pursuant to the joint venture agreement, the Company entered into a five year sublease agreement with John Taylor whereby the Company will pay Mr. Taylor $100 a month. The revenues and costs of operations will be split 51% / 49% whereby the Company has rights to 51% and John Taylor has rights to 49%.

Investment in Vertical Hydrogardens Technology

During 2011, the Company acquired Vertical Hydrogarden patent pending technology for 21,000,000 shares of common stock valued at $766,500 and issuing a note payable of $100,000 to two individuals. The Company determined that the goodwill acquired, predominately patentable technology, had a fair value of $250,000. At December 31, 2012, the Company did an impairment analysis on the goodwill asset and found it to be impaired. The Company recorded a $250,000 impairment expense for the year ended December 31, 2012 which resulted in a zero (-$0-) goodwill balance.

NOTE 15 - COMMITMENTS AND CONTINGENCIES

Retail Lease (1676 W. Lincoln Ave, Anaheim CA)

In December of 2014, the Company executed a two (2) year lease to occupy a 4,000 square foot retail building located at 1676 W. Lincoln Ave, Anaheim CA 92801. In early 2015, the Company moved its retail operations from its former location at 1839 W. Lincoln Ave to this new location just down the street. The lease starts on January 1, 2015 and terminates on December 31, 2016 if not extended. The Company has the option to extend the lease for five (5) additional two (2) year terms. The first two months of rent are free. The lease requires monthly payments of $5,000 with no CAM fees for the first two years.

Minimum future rental payments under the agreement are as follows:

2015 - $15,000
2016 - $60,000

BP Gardens Sublease

The Company owns 51% of BP Gardens which executed a 20 year sublease on September 1, 2013 at 7701 Knott Avenue in Buena Park, California. The Company's obligation on the lease is $1,500 a month.

Minimum future rental payments under the agreement are as follows:

2015 - $6,000
2016 - $18,000
2017 - $18,000
2018 - $18,000
2019 - $18,000

BP Gardens 2, Inc. Sublease

On January 15, 2014, the Company entered into a five year sublease agreement with BP Gardens 2, Inc. at 5585 Garden Bar Road, Lincoln California, 95648 which requires $100 monthly payments.

2015 - $300
2016 - $1,200
2017 - $1,200
2018 - $1,200

NOTE 16 - SUBSEQUENT EVENTS

Management has evaluated subsequent events pursuant to the requirements of ASC Topic 855 and has determined that no material subsequent events exist.

Item 6 Nature of the Issuer's Business

A. A description of the issuer's business operations;

GreenGro Technologies, Inc. is a publicly traded pink sheet corporation that provides manufacturing and sales of green, eco-friendly, sustainable vertical cultivation systems, and facilities design. GreenGro's products and services are targeted at consumers, industrial farming operations. GreenGro's products and services are designed to provide all of these customers' solutions to achieve maximum efficiency, whether that be a balcony garden or industrial cultivator.

GreenGro's Vertical Cultivation and Gardening Systems are based upon patent pending designs and manufacturing facilities recently acquired by purchasing the company Vertical Hydrogarden. This system is a revolutionary technology system

that reduces the physical footprint of cultivating, while reducing energy costs and improving crop yields.

Operating Divisions:

GRNH provides design and consulting services to all agricultural divisions including legalized Cannabis operations. It provides the expert knowledge in advanced designs and systems to maximize production for every crop cycle. Vertical Hydrogarden, Inc. (VHI) a leading supplier of green agriculture products including hydroponics, advanced nutrients, and vertical cultivation technology systems design and sales. The new retail Hydroponics Superstore operations features new technology application for greenhouse systems.

BP Gardens specializes in the use of leading-edge technologies and state-of-the-art production methods. BP Gardens uses methods to protects crops from detrimental environmental elements while generating superior, high-quality, locally grown, market ready leafy green produce year-round in any climate.

B. Date and State of Incorporation

Issuer was incorporated in the State of Delaware in 1996 and re-domiciled
As a corporation of the State of Nevada on June 24, 2013.

C. The Issuer's Primary SIC Code:

Primary: SIC Code 5046

NAICS Code 424910

424910 Agricultural chemicals merchant wholesalers
424910 Garden supplies (e.g., fertilizers, pesticides) merchant wholesalers
424910 Lawn care supplies (e.g., chemicals, fertilizers, pesticides) merchant wholesalers

D. The Issuer's Fiscal Year End Date:

Fiscal year end is December 31st

E. Principal Products or Services, and Their Market;

Greengro Technologies is a world class provider of eco-friendly green technologies with specific domain expertise in indoor and outdoor agricultural science systems serving both the consumer and commercial farming markets. It brings together community and commerce through the growth and distribution of healthy, nutritious foods and vital medicines backed by science and technology. Customers include restaurants, community gardens, The Waters Wheel, small and large scale commercial clients. Greengro Technologies also provides design, construction and maintenance services to large grow and cultivation operations and collectives in the medical and recreational marijuana sectors. Greengro currently has several products in production the newest of which were recently introduced to some of our newest

retailers. The Issuer recently consolidated its retail operations into a Anaheim super store.

F. Issuer's Facilities

Retail Lease (1676 W. Lincoln Ave, Anaheim CA)

In December of 2014, the Company executed a two (2) year lease to occupy a 4,000 square foot retail building located at 1676 W. Lincoln Ave, Anaheim CA 92801. In early 2015, the Company moved its retail operations from its former location at 1839 W. Lincoln Ave to this new location just down the street. The lease starts on January 1, 2015 and terminates on December 31, 2016 if not extended. The Company has the option to extend the lease for five (5) additional two (2) year terms. The first two months of rent are free. The lease requires monthly payments of $5,000 with no CAM fees for the first two years.

Minimum future rental payments under the agreement are as follows:

2015 - $30,000
2016 - $60,000

BP Gardens Sublease

The Company owns 51% of BP Gardens which executed a 20 year sublease on September 1, 2013 at 7701 Knott Avenue in Buena Park, California. The Company's obligation on the lease is $1,500 a month.

Minimum future rental payments under the agreement are as follows:

2015 - $9,000
2016 - $18,000
2017 - $18,000
2018 - $18,000
2019 - $18,000

BP Gardens 2, Inc. Sublease

On January 15, 2014, the Company entered into a five year sublease agreement with BP Gardens 2, Inc. at 5585 Garden Bar Road, Lincoln California, 95648 which requires $100 monthly payments.

2015 - $600
2016 - $1,200
2017 - $1,200
2018 - $1,200

Item 8 Officers, Directors and control Persons

A. <u>Officers, Directors and Control Persons</u>. In responding to this item, please provide the following information for each of the issuer's executive officers, directors, general partners and control persons, as of the date of this information statement.

James M. Haas, Jr, CEO
1100 Orangefair Ln., Suite I
Anaheim, CA 92801

Mr. Haas sits on no other Boards
Compensation is incentive based.
Mr. James controls 51,000,000 Common Shares

David L Rudat, CFO
1100 Orangefair Ln., Suite I
Anaheim, CA 92801

Mr. Rudat sits on no other Boards
Compensation is incentive based.
Mr. Rudat controls 5,000,000 Common Shares
Mr. Rudat resigned as an officer and director on June 16, 2015.

Owen Naccarato
18881 Von Karman Avenue, Suite 1440
Irvine, CA 92612

Mr. Naccarato sits on two other Boards:
International Packaging and Logistics Group, Inc.
Optex Systems Holdings, Inc.
Mr. Naccarato receives share compensation for legal services
Mr. Naccarato controls 5,000,000 Common Shares

John Taylor
1100 Orangefair Ln., Suite I
Anaheim, CA 92801
Mr. Taylor sits on no other Boards
Compensation is incentive based.
Mr. Taylor controls 4,000,000 Common Shares

B. Legal – Disclaimer History

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other misdemeanor offenses);

None.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None.

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

None.

C. Beneficial Shareholders

James Haas
1100 Orangefair Ln. Suite I
Anaheim, CA 92801
43,200,000 Common Shares - % of total shares issued and outstanding- 23.7%
Plus 10,000,000 preferred with a 10 to 1 voting right

Item 9 Third Party Providers

The name, address, telephone number and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure:

1. Investment Banker:

None.

2. Promoters:

None

3. Counsel:

Legal Counsel:
Naccarato & Associates
18880 Von Karman Avenue

Suite 1440
Irvine, CA 92612
Phone: (949) 851-9261
Email: owen@owenn.com

4. **Accountant or Auditor:**
Matt Ditonto
572 shasta drive
Encinitas, Cal 92024

Phone: 714-931-8303

5. Public Relations Consultant:

None

6. Investor Relations Consultant:

None

10. Advisory:

Nancy L Caruso (Marine Biologist)

Christopher Glew (MM Attorney)

Ned Madden (Publicist)

Stephanie Rudat (Social Media Strategist)

Item 10 Issuer's Certification

November 18, 2015

To Whom It May Concern:

I, James Haas, CEO and Director, certify that:

1. I have reviewed this disclosure statement of GreenGro Technologies, Inc.

2. Based on my knowledge this disclosure statement does not contain any misleading statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made not with respect to the period covered by this disclosure statement and

3. Based on my knowledge, the financial statements and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material the financial condition results of operations and cash flows of the issuer as of and for the periods presented in this disclosure statement.

/x/ James Haas

_____

CEO/Director