

Form **8937**
(December 2017)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name Grove Collaborative Holdings, Inc.		2 Issuer's employer identification number (EIN) 88-2840659	
3 Name of contact for additional information Nathan Francis	4 Telephone No. of contact	5 Email address of contact ir@grove.co	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 1301 Sansome St.		7 City, town, or post office, state, and ZIP code of contact San Francisco, CA 94111	
8 Date of action June 5, 2023		9 Classification and description Class A Common Stock and Class B Common Stock	
10 CUSIP number 39957D102	11 Serial number(s)	12 Ticker symbol GROV	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ►

Effective as of 5:00pm Eastern Time, on June 5, 2023, (the "Effective Time"), (a) each five (5) shares of the Issuer's Class A Common Stock issued and outstanding immediately prior to the Effective Time shall, automatically and without any action on the part of the Issuer or the respective holders thereof, be combined into one (1) share of Class A Common Stock without increasing or decreasing the par value of each share of Class A Common Stock, and (b) each five (5) shares of the Issuer's Class B Common Stock issued and outstanding immediately prior to the Effective Time shall, automatically and without any action on the part of the Issuer or the respective holders thereof, be combined into one (1) share of Class B Common Stock without increasing or decreasing the par value of each share of Class B Common Stock (the "Reverse Split").

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► **The total basis of each five (5) shares of the Issuer's Class A Common Stock issued and outstanding prior to the Effective Time shall become the basis of one (1) share of post-Reverse Split Class A Common Stock. The total basis of each five (5) shares of the Issuer's Class B Common Stock issued and outstanding prior to the Effective Time shall become the basis of one (1) share of post-Reverse Split Class B Common Stock.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► **On June 5, 2023, the basis of each five (5) shares of the Issuer's Class A Common Stock issued and outstanding prior to the Effective Time shall be aggregated and become the basis of one (1) share of post-Reverse Split Class A Common Stock. On June 5, 2023, the basis of each five (5) shares of the Issuer's Class B Common Stock issued and outstanding prior to the Effective Time shall be aggregated and become the basis of one (1) share of post-Reverse Split Class B Common Stock.**

