

United States
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 19, 2024

PureCycle Technologies, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware (State or other jurisdiction of incorporation)	001-40234 (Commission File Number)	86-2293091 (I.R.S. Employer Identification No.)
5950 Hazeltine National Drive, Florida (Address of Principal Executive Offices)	Suite 300, Orlando	32822 (Zip Code)

Registrant's telephone number, including area code: (877) 648-3565

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	PCT	The Nasdaq Stock Market LLC
Warrants, each exercisable for one share of common stock, \$0.001 par value per share, at an exercise price of \$11.50 per share	PCTTW	The Nasdaq Stock Market LLC
Units, each consisting of one share of common stock, \$0.001 par value per share, and three quarters of one warrant	PCTTU	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (Sec.230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (Sec.240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On February 19, 2024, PureCycle Technologies, Inc. (“Company”) appointed Jaime Vasquez, 61, as the Company’s Chief Financial Officer (“CFO”), effective immediately.

Mr. Vasquez most recently served as Chief Financial Officer at C&D Technologies, a manufacturer of batteries for the golf cart, industrial, and data center markets, from September 2020 through November 2022. From April 2020 until September 2020, Mr. Vasquez was a financial consultant to C&D Technologies. From 2014 through 2019, Mr. Vasquez was employed at AK Steel, a previously public steel making company, and served as Chief Financial Officer from 2015 through 2019, and previously as Director of Finance from 2014 through 2015. From 2001 through 2014, Mr. Vasquez worked in various financial roles at Carpenter Technology Corporation, a public company that develops, manufactures and distributes stainless steels and corrosion-resistant alloys, including as a division chief financial officer from 2013 through 2014. Mr. Vasquez has a Masters in Business Administration from the University of North Carolina—Bryan School of Business and a Bachelor of Arts from Rutgers University.

There are no family relationships, as defined in Item 401 of Regulation S-K, between Mr. Vasquez and any of the Company’s executive officers or directors or persons nominated or chosen to become directors or executive officers. There is no arrangement or understanding between Mr. Vasquez and any other person pursuant to which Mr. Vasquez was selected as CFO. Mr. Vasquez has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Mr. Vasquez will receive an annual base salary of \$510,000, will be eligible to participate in the Company’s 2024 short-term annual incentive plan (“STI”), with a target payment of seventy percent (70%) of his base salary, and will participate in the 2024 long-term incentive plan (“LTI”), with a grant date value equal to one hundred and twenty-five percent (125%) of his base salary. Mr. Vasquez’s annual STI and LTI awards will not be pro-rated based on his date of employment. Mr. Vasquez will also receive reimbursement of a maximum of \$26,000 to establish a residence in the Orlando, Florida area. Mr. Vasquez will be eligible to participate in the Company’s Executive Officer Severance Plan.

Mr. Vasquez will replace Jeff Fieler, who has been serving as interim Chief Financial Officer since December 1, 2023. Mr. Fieler will continue to serve as a non-independent member of the Board of Directors.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Description of Exhibit</u>
99.1	Press Release announcing appointment of Jaime Vasquez as Chief Financial Officer, dated February 20, 2024
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PURECYCLE TECHNOLOGIES, INC.

Date: February 20, 2024

By: /s/ Brad S. Kalter

Name: Brad S. Kalter

Title: General Counsel and Corporate Secretary



PureCycle Appoints Jaime Vasquez as Chief Financial Officer

Orlando, Florida – February 20, 2024 – [PureCycle Technologies, Inc.](#) (Nasdaq: PCT), today, announced the appointment of Jaime Vasquez as the company's new Chief Financial Officer. Vasquez brings more than 20 years of experience as a financial executive to the role and most recently served as Chief Financial Officer at C&D Technologies.

PureCycle CEO Dustin Olson said, "We are excited to welcome Jaime to the PureCycle team. We are confident that his impressive background will help us in this next phase of our growth."

Prior to his time with C&D Technologies, Vasquez served as Chief Financial Officer at AK steel from 2015 to 2019, and previously as Director of Finance from 2014 through 2015. From 2001 through 2014, Vasquez worked in various financial roles at Carpenter Technology Corporation.

Vasquez expressed his excitement about joining PureCycle, "I'm thrilled to be joining the PureCycle team at such an important time in the company's young history. I look forward to helping PureCycle bring this groundbreaking technology to market and expanding our footprint beyond Ironton."

Vasquez will replace Jeff Fieler, who has served as interim Chief Financial Officer since December 1, 2023. Fieler will continue to serve as a non-independent member of the PureCycle Board of Directors.

Olson added, "I would like to thank Jeff for stepping in as interim CFO. His understanding of PureCycle from his time serving on our Board of Directors made for an easy transition and I'm thankful he will continue to be a part of our distinguished board."

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PureCycle Contact

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About PureCycle Technologies

PureCycle Technologies LLC., a subsidiary of PureCycle Technologies, Inc., holds a global license for the only patented solvent-driven purification recycling technology, developed by The Procter & Gamble Company (P&G), that is designed to transform polypropylene plastic waste (designated as No. 5 plastic) into a continuously renewable resource. The unique purification process removes color, odor, and other impurities from No. 5 plastic waste resulting in an ultra-pure recycled (UPR) plastic that can be recycled and reused multiple times, changing our relationship with plastic. www.purecycle.com

Forward-Looking Statements

This press release contains forward-looking statements, including statements about the outcome of any legal proceedings to which PureCycle is, or may become a party, and the financial condition, results of operations, earnings outlook and prospects of PureCycle. Forward-looking statements generally relate to future events or PureCycle's future financial or operating performance and may refer to projections and forecasts. Forward-looking statements are often identified by future or conditional words such as "plan," "believe," "expect," "anticipate," "intend," "outlook," "estimate," "forecast," "project," "continue," "could," "may," "might," "possible," "potential," "predict," "should," "would" and other similar words and expressions (or the negative versions of such words or expressions), but the absence of these words does not mean that a statement is not forward-looking.

The forward-looking statements are based on the current expectations of the management of PureCycle and are inherently subject to uncertainties and changes in circumstances and their potential effects and speak only as of the date of this press release. There can be no assurance that future developments will be those that have been anticipated. These forward-looking statements involve a number of risks, uncertainties or other assumptions that may cause actual results or performance to be materially different from those expressed or implied by these forward-looking statements. These risks and uncertainties include, but are not limited to, those factors described in the section entitled "Risk Factors" in each of PureCycle's Annual Report on Form 10-K for the fiscal year ended December 31, 2022 and PureCycle's Quarterly Reports on Form 10-Q, those discussed and identified in other public filings made with the Securities and Exchange Commission by PureCycle and the following:

- PCT's ability to obtain funding for its operations and future growth and to continue as a going concern;
 - PCT's ability to meet, and to continue to meet, applicable regulatory requirements for the use of PCT's UPR resin (as defined below) in food grade applications (including in the United States, Europe, Asia and other future international locations);
 - PCT's ability to comply on an ongoing basis with the numerous regulatory requirements applicable to the UPR resin and PCT's facilities (including in the United States, Europe, Asia and other future international locations);
 - expectations and changes regarding PCT's strategies and future financial performance, including its future business plans, expansion plans or objectives, prospective performance and opportunities and competitors, revenues, products and services, pricing, operating expenses,
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market trends, liquidity, cash flows and uses of cash, capital expenditures, and PCT's ability to invest in growth initiatives;

- the ability of PCT's first commercial-scale recycling facility in Lawrence County, Ohio (the "Ironton Facility") to be appropriately certified by Leidos (as defined below), following certain performance and other tests, and commence full-scale commercial operations in a timely and cost-effective manner;

- PCT's ability to meet, and to continue to meet, the requirements imposed upon it and its subsidiaries by the funding for its operations, including the funding for the Ironton Facility;

- PCT's ability to complete the necessary funding with respect to, and complete the construction of, (i) its first U.S. multi-line facility, located in Augusta, Georgia (the "Augusta Facility"); (ii) its first commercial-scale European plant located in Antwerp, Belgium and (iii) its first commercial-scale Asian plant located in Ulsan, South Korea, in a timely and cost-effective manner;

- PCT's ability to sort and process polypropylene plastic waste at its plastic waste prep ("Feed PreP")

facilities;

- PCT's ability to maintain exclusivity under the Procter & Gamble Company ("P&G") license (as described below);

- the implementation, market acceptance and success of PCT's business model and growth strategy;

- the success or profitability of PCT's offtake arrangements;

- the ability to source feedstock with a high polypropylene content at a reasonable cost;

- PCT's future capital requirements and sources and uses of cash;

- developments and projections relating to PCT's competitors and industry;

- the outcome of any legal or regulatory proceedings to which PCT is, or may become, a party including the securities class action case;

- geopolitical risk and changes in applicable laws or regulations;

- the possibility that PCT may be adversely affected by other economic, business, and/or competitive factors, including rising interest rates, availability of capital, economic cycles, and other macro-economic impacts;

- turnover or increases in employees and employee-related costs;

- changes in the prices and availability of labor (including labor shortages), transportation and materials,

including significant inflation, supply chain conditions and its related impact on energy and raw materials, and PCT's ability to obtain them in a timely and cost-effective manner;

- any business disruptions due to political or economic instability, pandemics, armed hostilities (including the ongoing conflict between Russia and Ukraine and the current situation in Israel);

- the potential impact of climate change on PCT, including physical and transition risks, higher regulatory and compliance costs, reputational risks, and availability of capital on attractive terms; and operational risk.