

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): March 5, 2024

PureCycle Technologies, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware	001-40234	86-2293091
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)
5950 Hazeltine National Drive, Suite 300, Orlando Florida		32822
(Address of Principal Executive Offices)		(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 2.02. Results of Operations and Financial Condition.

On March 5, 2024, the Company issued a press release, attached hereto as Exhibit 99.1 and incorporated herein by reference, announcing the Company’s financial results for the fourth quarter and fiscal year ended December 31, 2023, and certain other information.

The information contained in Item 7.01 concerning the presentation to Company’s investors is hereby incorporated into this Item 2.02 by reference.

Item 7.01. Regulation FD Disclosure.

The slide presentation attached hereto as Exhibit 99.2, and incorporated herein by reference, will be presented to certain investors of the Company on March 6, 2024 and may be used by the Company in various other presentations to investors.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description of Exhibit
99.1	Press release by PureCycle Technologies, Inc. dated March 5, 2024
99.2	PureCycle Technologies, Inc. presentation to investors
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.

By: /s/ Jaime Vasquez

Name: Jaime Vasquez

Title: Chief Financial Officer

Date: March 5, 2024



PureCycle Technologies Fourth Quarter and Fiscal Year Ending 2023 Update

Orlando, Fla. – March 5, 2024, – PureCycle Technologies, Inc. (Nasdaq: PCT), a U.S.-based company revolutionizing plastic recycling, today, announced a corporate update for the fourth quarter and fiscal year ending December 31, 2023.

Management Commentary

PureCycle Chief Executive Officer Dustin Olson said, “Our team made several improvements to the Ironton purification facility in the fourth quarter, which allowed us to make good progress towards continuously running the Ironton Facility at expected capacity rates. We continue to work through some limitations, such as the rate of displacement of co-product two from the system. Corrective engineering designs have been completed for an upgrade to the co-product area and work has already begun on the installation. I am proud of what the Ironton team has accomplished to date, and I am excited about our opportunities in 2024.”

Olson added, “In early March, the Company purchased approximately 99% of its \$249.5 million revenue bonds that were issued to fund construction of the Ironton Facility. The purchase of the revenue bonds removed substantially all restrictive covenants and events of default and should lead us to an improved capital structure with greater operational flexibility.”

Ironton Facility Update

A majority of the fourth quarter was spent making improvements to the Ironton Facility, including the installation of an automatic screen changer on the final product extruder. Downtime in the fourth quarter plus a planned outage in November limited the total pellet production to approximately 200,000 pounds in the quarter. The improvements made during the outage have led to increases in production levels. The Company produced more than one million pounds of pellets in the first two months of 2024. The Company believes that it continues to make good progress towards sustained commercial operations.

Ironton Bond Purchase

As previously disclosed, the Company purchased \$246.7 million of its \$249.5 million Southern Ohio Port Authority revenue bonds, which included approximately 99% of the Series A issues, and 100% of each of the Series B and C issues. The purchase, which was completed on March 5, 2024, eliminated substantially all restrictive covenants and events of default.

Conference Call

The Company will hold a conference call on Wednesday, March 6 at 11:00 a.m. EST to provide an update on recent corporate developments, including activity from the fourth quarter.

Fourth Quarter 2023 Conference Call Details

Date: Wednesday, March 6, 2024

Time: 11:00 a.m. EST

Participant Link: [PureCycle Technologies Fourth Quarter 2023 Update Call](#)

For participants interested in a listen-only webcast, please access the conference call using the above link. For a calendar reminder, please click [HERE](#).

The conference call will have a live Q&A session. For analyst participants who would like to ask management a question after prepared remarks, please click [HERE](#). You will receive a number and a unique access pin.

During prepared remarks, management will try to answer investor questions submitted in advance. To submit a question, please send an e-mail to investorquestion@purecycle.com.

The corporate update will be available for replay by clicking [HERE](#) or through the Company's website at www.purecycle.com. A replay of the conference call will be available after 3:00 p.m. EST until February 28, 2025.

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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 financial condition, results of operations, earnings outlook and prospects of PCT. In addition, any statements that refer to projections, forecasts or other characterizations of future events or circumstances, including any underlying assumptions, are forward-looking statements. 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 PureCycle's management 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, 2023 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 ultra-pure recycled ("UPR") resin 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, 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, following certain performance and other tests, and commence full-scale commercial operations in a timely and cost-effective manner or at all; 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 minimize or eliminate the many hazards and operational risks at its manufacturing facilities that can result in potential injury to individuals, disrupt its business (including interruptions or disruptions in operations at its facilities), and subject PCT to liability and increased costs; 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; (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 establish, sort and process polypropylene plastic waste at its plastic waste prep facilities; PCT's ability to maintain exclusivity under the Procter & Gamble Company license; 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 and putative class action cases; 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 in employees and increases in employee-related costs; changes in the prices and availability of labor (including labor shortages), transportation and materials, including 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 conflict in the Middle East); 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.

Fourth Quarter 2023 Corporate Update

March 6, 2024



Forward-Looking Statements

Certain statements in this Presentation contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), including statements about the financial condition, results of operations, earnings outlook and prospects of PureCycle Technologies, Inc. ("PCT"). Forward-looking statements generally relate to future events or our future financial or operating performance and may refer to projections and forecasts. Forward-looking statements are typically identified by 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 PureCycle's management 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, 2023 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 ultra-pure recycled ("UPR") resin 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, 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, following certain performance and other tests, and commence full-scale commercial operations in a timely and cost-effective manner or at all; 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 minimize or eliminate the many hazards and operational risks at its manufacturing facilities that can result in potential injury to individuals, disrupt its business (including interruptions or disruptions in operations at its facilities), and subject PCT to liability and increased costs; 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; (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 establish, sort and process polypropylene plastic waste at its plastic waste prep facilities; PCT's ability to maintain exclusivity under the Procter & Gamble Company license; 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 and putative class action cases; 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 in employees and increases in employee-related costs; changes in the prices and availability of labor (including labor shortages), transportation and materials, including 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 conflict in the Middle East); 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.

Should one or more of these risks or uncertainties materialize or should any of the assumptions made by the management of PCT prove incorrect, actual results may vary in material respects from those projected in these forward-looking statements. All subsequent written and oral forward-looking statements or other matters attributable to PCT or any person acting on their behalf are expressly qualified in their entirety by the cautionary statements contained or referred to in this Presentation. Except to the extent required by applicable law or regulation, PCT undertakes no obligation to update these forward-looking statements to reflect events or circumstances after the date of this Presentation or to reflect the occurrence of unanticipated events.



PureCycle's New CFO

Jaime Vasquez

Chief Financial Officer

- More than 20 years experience as financial executive
- Extensive experience with manufacturing & publicly traded companies
- Previously Chief Financial Officer at C&D Technologies & AK Steel

Ironton's Operations are Gaining Momentum

End-to-end operations reached ~60% of benchmark rates

Manufacturing

- Achieved 8,000 lbs. per hour end-to-end production.
- Successfully ran 100% PCR feed with a range of feed types
- Rates are limited by co-product 2 (CP2) removal
- Utilities per unit consumption is significantly lower than design

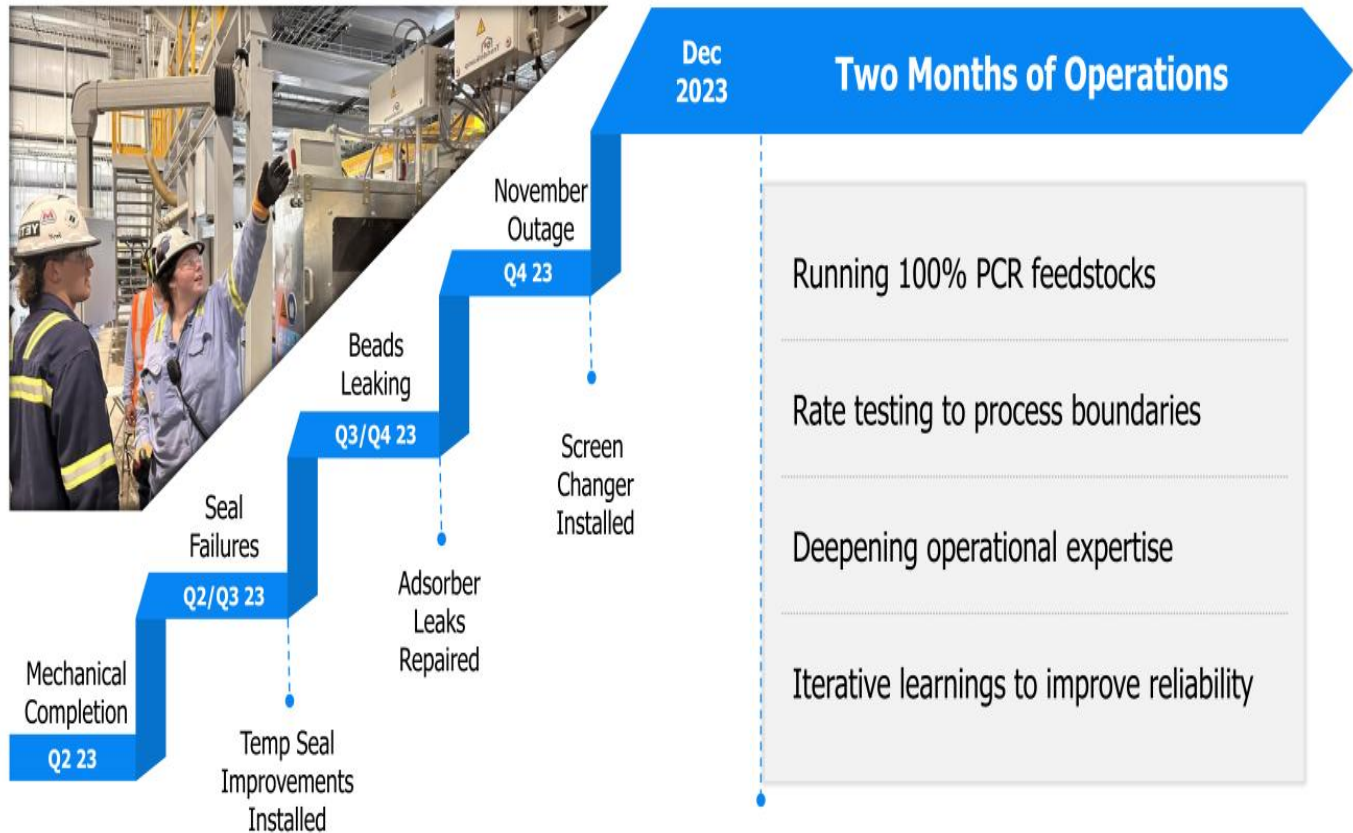
Commercial

- First revenue achieved
- Product color/opacity has been impacted by reliability challenges
- Product development underway for numerous product applications
- Strong demand for all production grades

Next Steps

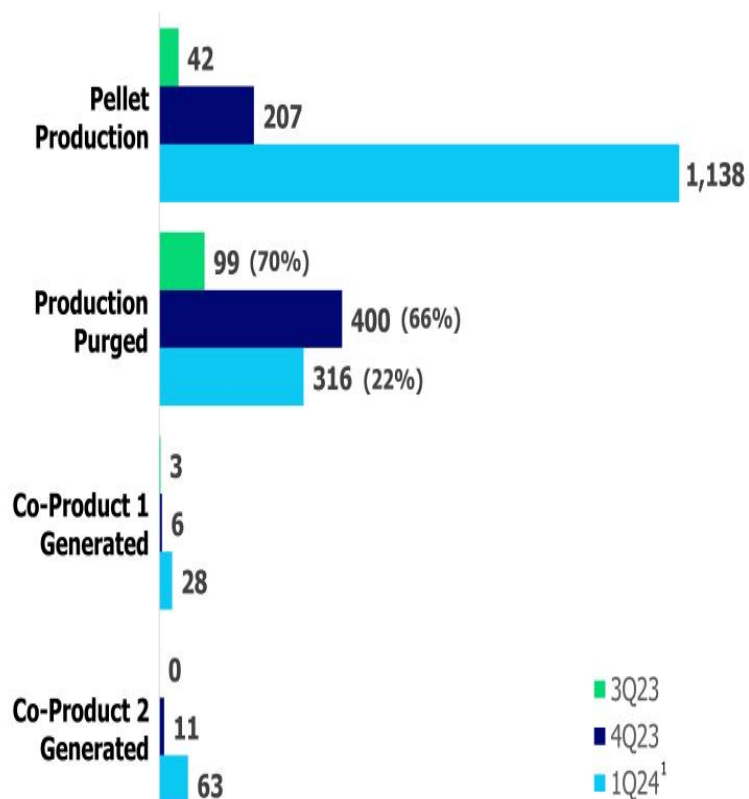
- Scheduled outage in early Q2
- Q2 improvements should improve reliability, product quality, and co-product 2 removal
- Optimizing feedstock purchasing plan to minimize short-term co-product 2 limitation

Irononton Continues to Make Upward Progress



Good Progress, but More to Achieve

Ironton Production Data (000s lbs)

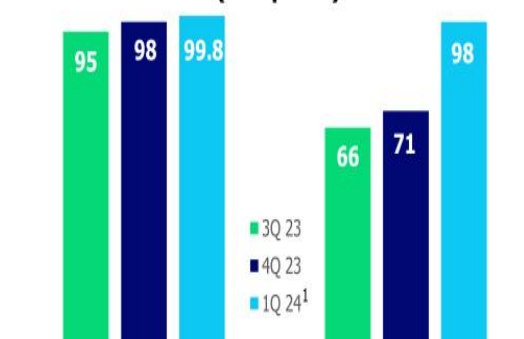


1. 1Q through February 29, 2024
2. All data on this slide has been generated from an analysis of process plant data

Ironton Feed Slate



Continued Improvements
(% Uptime)



Steam Availability

Solvent Circulation

Find, Fix, and Progress

Challenges	Solutions	Timing
Co-Product 1	Enhancements for extraction efficiency	Q2-24 Outage
Co-Product 2	Upgrades for settling performance and CP2 removal	
Filtration	Design modifications to improve filtration, cleaning, and pump reliability	
Seals	Operational expertise scaling; other modifications possible	Ongoing Improvement
Digital	Resolving conflicts and minor programming challenges that interrupt operations	

Co-Product 2 Removal is Currently Capacity Limited



New design should provide greater feedstock flexibility and lower future plant CAPEX

Core Economics Showing Improvement

Revenue	Market demand for premium recyclate is stronger	Positive
Feedstock	Logistics and tolling costs are higher, but operational capability was expanded to handle a wider range of feedstocks	Negative
Energy	Energy consumption is lower than design	Positive
Co-Products	Turning waste streams into co-products that generate revenue	Positive
SG&A	Higher than expected fixed costs to support business; Ironton support, insurance costs, labor inflation	Negative
Overall Impact	Stronger than prior expectations	

IRONTON ACTUAL ENERGY CONSUMPTION LOWER THAN ORIGINAL DESIGN



Original Independent
3rd Party LCA REPORT

ENERGY FOOTPRINT

(MJ / kg PP)

79%↓
below virgin PP

CARBON FOOTPRINT

(kg CO₂e / kg PP)

35%↓
below virgin PP

ENERGY OPEX

(Electricity and Natural Gas Only)

2021
IRONTON
ESTIMATES

\$9.7M/yr

Early Internal Estimates for Actual Energy Consumption



ELECTRICITY

Consumption Actual VS Design

50-60%
BELOW

Potential LCA Impact¹

10-17%
BELOW

Potential Opex Reductions²

\$1.3-2.2M
1.2-2.0 CPP



NATURAL GAS

35-45%
BELOW

15-20%
BELOW

\$1.2-1.6M
1.1-1.5 CPP

INTERNAL PROJECTIONS


Up to 87%↓
below virgin PP

Up to 58%↓
below virgin PP

Up to \$3.8M↓
Annual Savings

1. potential impact estimated against the values of the Boundless Impact LCA report for Iron-ton
2. assuming 107 million pounds of production, electricity rate 7 cents per kwh and natural gas is \$7 per MCF

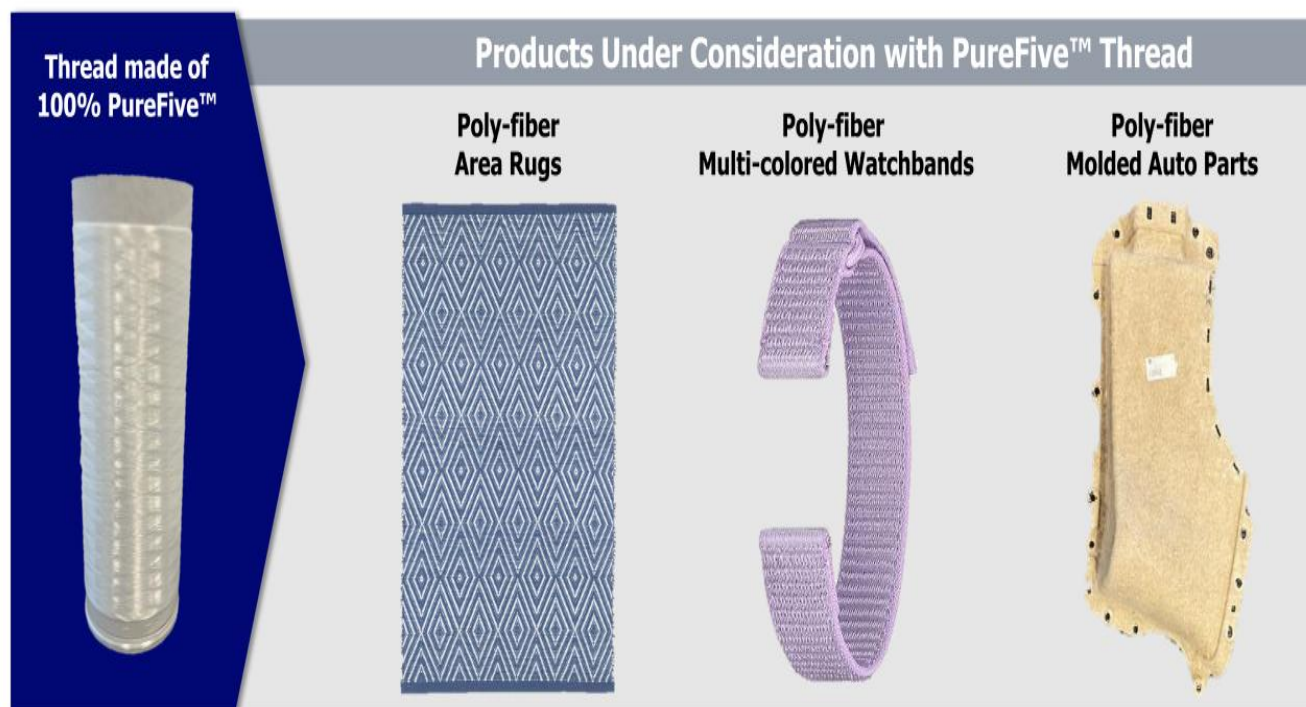
Positive Market Feedback

Product	Contaminants	PE %	VOCs	Carbon Footprint	Value Proposition
 PureFive™ Ultra-Pure Recycled Resin	Virgin-like product specs	Very Low	Very Low	35% below Virgin PP ¹	Premium recyclate for customers with color-specific requirements
<i>Early Pellet Production</i>	Varying opacity & color	Very Low	Very Low	Lower than PureFive	Premium recyclate for customers without color specific requirements

Reliability issues drove Ironton to bypass filtration steps that led to higher color levels in the final product

1. potential impact estimated against the values of the Boundless Impact LCA report for Ironton; Internal projections at actual energy usage show a 58% improvement.

Initial Product Testing Feedback is Positive



Making inroads into multiple industry segments including auto, apparel, consumer goods, and medical

PureCycle is Driving True Circularity

PureZero™ partners collect waste, then ship polypropylene feedstock to Ironton



Future branded stadium cups used at PureZero™ partner events



Used stadium cups processed through PreP and Purification in Ironton



Stadium cups produced from Ironton Commercial grade UPR

Near Term Focus to Advance Ironton Operations



Achieve higher continuous plant rates

Consistent product quality

Qualify customers on commercial product

Execute Q2 outage

Integrating Ironton Learnings into Future Plants



Core Purification Operations



Infrastructure & Support Systems

Current area of focus for:



CAPEX reduction



Feedstock testing & CAPEX reduction



Permitting



Feedstock testing and finalizing site selection

Our efforts should improve reliability, scalability and CAPEX efficiency

Cash & Cash Equivalents was \$351M at YE 2023

<i>(in millions)</i>	Sept. 30, 2023	Dec. 31, 2023	change
Total Unrestricted Cash	\$211.3	\$121.6	\$(89.7)
Restricted Cash			
Augusta Construction Escrow	13.5	14.4	0.9
Other Corporate Requirements	1.4	4.1	2.7
Revenue Bond Reserve Requirements			
General Liquidity Reserve	102.2	150.1	47.9
Capitalized Interest and Debt Reserves	41.7	36.1	(5.6)
Other Required Reserves	26.0	24.4	(1.6)
Total Restricted Cash	\$184.8	\$229.1	\$44.3
Total Cash	\$396.1	\$350.7	\$(45.4)

Summary of Major Changes to Cash

- \$50.0M transfer to Restricted Cash in Q4 Limited Waiver
- \$17.5M general corp. (non-payroll), Ironton repairs, maintenance and other services,
- \$10.0M payroll/benefits, including severance
- \$12.2M Augusta and PreP

Revenue Bond Breakdown & Purchase Benefits

(\$ in millions)

Series	Amt. Purchased / Issue Size	Benefits Include
A	\$216.7 / \$219.5	<ul style="list-style-type: none">• Removal of virtually all restrictive covenants
B	\$20.0 / \$20.0	<ul style="list-style-type: none">• Opportunity to remarket the bonds
C	\$10.0 / \$10.0	<ul style="list-style-type: none">• Termination of the operating revenue escrow account

Pro-forma Liquidity Post Revenue Bond Repurchase

PureCycle purchased 99% of the Ironton Revenue Bonds

(in millions)	Dec. 31, 2023 ACTUAL	Dec. 31, 2023 PRO-FORMA
Unrestricted Cash	\$121.6	\$47.1
Availability under R/C	\$150.0	\$200.0
Total Liquidity	\$271.6	\$247.1
Restricted Cash		
Revenue Bonds Reserves	\$210.6	\$ 26.0
Augusta Construction Escrow	14.4	14.4
Other Corporate Requirements	4.1	4.1
Total Restricted Cash	\$229.1	\$44.5
Total	\$500.7	\$291.6

Changes

- \$74.5M used from unrestricted cash to purchase revenue bonds
- Most of the revenue bond reserves were used to purchase the bonds
- Opportunity to remarket the Revenue Bonds should provide additional liquidity
- Additional liquidity through upsized line of credit

PureCycle Q4 Update Highlights

1

Successfully operated at 8,000 lbs / hr end-to-end processing after screen changer installation

4

Strong customer feedback after testing applications with commercial grade products

2

Successfully producing Co-product 1 and Co-product 2 at commercial scale

5

Created financial optionality with the repurchase of the municipal bonds

3

Established intermittent continuous operations and expanded duration of production runs

6

Prepping for early-Q2 outage to implement reliability improvements

