

QUEST RESOURCE HOLDING CORP

FORM 8-K (Current report filing)

Filed 10/24/13 for the Period Ending 10/24/13

| | |
|-------------|---|
| Address | 6175 MAIN STREET SUITE 420 FRISCO, TX 75034 |
| Telephone | 472-464-0004 |
| CIK | 0001442236 |
| Symbol | QRHC |
| SIC Code | 7359 - Equipment Rental and Leasing, Not Elsewhere Classified |
| Industry | Rental & Leasing |
| Sector | Services |
| Fiscal Year | 12/31 |

**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): October 24, 2013

INFINITY RESOURCES HOLDINGS CORP.

(Exact Name of Registrant as Specified in Charter)

Nevada
(State or Other Jurisdiction
of Incorporation)

333-152959
(Commission
File Number)

51-0665952
(IRS Employer
Identification No.)

1375 North Scottsdale Road, Suite 140
Scottsdale, Arizona
(Address of Principal Executive Offices)

85257
(Zip Code)

Registrant's telephone number, including area code: (480) 889-2650

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))
-
-

Item 7.01. Regulation FD Disclosure.

We are furnishing this Current Report on Form 8-K in connection with the disclosure of information, in the form of the textual information from a presentation to be given at meetings with institutional investors or analysts. This information may be amended or updated at any time and from time to time through another Form 8-K, a later company filing, or other means. The presentation attached as Exhibit 99.1 to this Current Report on Form 8-K updates and replaces in its entirety all prior presentations filed by us, including the presentation filed as Exhibit 99.1 to the Current Report on Form 8-K dated October 22, 2013, which was filed with the Securities and Exchange Commission on October 22, 2013.

The information in this Current Report on Form 8-K (including the exhibit) is furnished pursuant to Item 7.01 and shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. This Current Report on Form 8-K will not be deemed an admission as to the materiality of any information in the Report that is required to be disclosed solely by Regulation FD.

We do not have, and expressly disclaim, any obligation to release publicly any updates or any changes in our expectations or any change in events, conditions, or circumstances on which any forward-looking statement is based.

The text included with this Report on Form 8-K is available on our website located at www.infinityresourceholdingscorp.com, although we reserve the right to discontinue that availability at any time.

Item 9.01. Financial Statements and Exhibits.

- (a) *Financial Statements of Business Acquired.*
Not applicable.
- (b) *Pro Forma Financial Information.*
Not applicable.
- (c) *Shell Company Transactions .*
Not applicable.
- (d) *Exhibits.*

Exhibit
Number

Exhibits

99.1 Infinity Resources Holdings Corp. Investor Presentation dated October 2013

SIGNATURES

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

Date: October 24, 2013

INFINITY RESOURCES HOLDINGS CORP.

By: /s/ Brian S. Dick

Brian S. Dick

President and Chief Executive Officer

EXHIBIT INDEX

99.1 Infinity Resources Holdings Corp. Investor Presentation dated October 2013



Investor Presentation
October 2013



Infinity Resources Holdings Corp.
(Symbol: IRHC) 1

This material may contain forward-looking statements that involve risks, uncertainties, and assumptions. If any such risks or uncertainties materialize or if any of the assumptions prove incorrect, the results of Infinity Resources Holdings Corp. could differ materially from the results expressed or implied by the forward-looking statements the company makes. All statements other than statements of historical fact could be deemed forward-looking statements, including the following: any projections of product or service availability, earnings, revenues, or other financial items; any statements regarding strategies or plans of management for future operations; any statements concerning new, planned, or upgraded services or developments; statements about current or future economic conditions; and any statements of belief.

The risks and uncertainties referred to above include, but are not limited to, risks associated with possible fluctuations in financial and operating results; rate of growth; interruptions or delays in service; breaches of security measures; the financial impact of any previous and future acquisitions; the nature of the company's business model; ability to continue to release, and gain customer acceptance of, new and improved versions of service; successful customer deployment and utilization of existing and future services; competition; the emerging markets in which the company operates; ability to hire, retain, and motivate employees and manage growth; changes in customer base; technological developments; regulatory developments; litigation related to intellectual property and other matters; and general developments in the economy, financial markets, and credit markets.

Further information on these and other factors that could affect financial results is included in the reports and in other filings the company makes with the Securities and Exchange Commission from time to time. These documents and others containing important disclosures are available in the Financial Information section of <http://irhc.com>

Infinity Resources Holdings Corp. assumes no obligation and does not intend to update these forward-looking statements, except as required by law.

Any unreleased services or features referenced in this material, press releases, presentations, or public statements are not currently available and may not be delivered on time or at all. Customers who purchase Infinity Resources Holdings Corp. applications or services should make their purchase decisions based upon features that are currently available.

Certain information contained in this material is made available to Infinity Resources Holdings Corp. by third parties. Infinity Resources Holdings Corp. is not responsible for the content of any information made available to it by any third party. Infinity Resources Holdings Corp. disclaims any liability to any person for any delays, inaccuracies, errors, omissions, or defects in any such information or the transmission thereof, or for any actions taken by any person in reliance on such information or any damages arising from or relating to any use of such information.

Information prepared by Infinity Resources Holdings Corp. that is included in this material speaks only as of the date that it was prepared. This information

Infinity Resources Holdings Corp. (IRHC: OTC BB)

- Provides innovative and market leading solutions to a large addressable market
- Proven business model; reference customers include some of the largest companies in the world
- Leverages a national footprint and sizable commodity stream
- Asset-light business model requires minimal capital investment
- Multiple driving forces behind expected future margin expansion
- Well received story as business aligns with corporate responsibly and green movements



Earth911[®]



RESOURCE MANAGEMENT GROUP

Collectively, Infinity's portfolio of sustainability companies covers the full spectrum of the recycling life cycle, providing innovative waste reduction and landfill diversion solutions for recycling and proper disposal of commercial and consumer waste streams.

July 2013, Infinity Resources Holdings Corp. purchased the remaining 50% interest in Quest Resource Management Group, LLC to add to 50% interest already owned by Earth911, Inc., a subsidiary of Infinity.

Brian Dick, Chief Executive Officer of Quest, has been appointed as President and Chief Executive Officer and a Director of Infinity.

The combination of Quest, it's management team, and the additional marketing reach of Earth911 should open new markets for the combined organization. In addition, the integration of management and facilities brings the opportunity for synergies and greater profitability.

-Brian Dick, CEO

QUEST OVERVIEW



- High growth technology-enabled services company
- Leader in managed waste providing one-stop recycling solution across the entire waste stream
- Over \$55B market opportunity
- Revenue growth of 48% CAGR from \$3M in 2007 (inception) to \$131M in 2012
- Asset light, highly scalable, flexible business model
- Highly visible, repeat revenues from Fortune 500 customer base
- Experienced executive team
- Sustainability efforts are becoming integrated into the corporate fabric of a growing number of large and mid-sized companies
- Strong brand equity with multiple awards across Recycling, Environmental Services and Sustainability markets and Inc. Magazine
- Track record of sustained organic growth within accounts through broadening of services offered and locations served



Earth911, Inc. is positioned as The Recycling Authority



Key Offerings:

- The consumer lifestyle website Earth911.com, focusing on:
 - Low waste living
 - Do-it-Yourself projects
 - Actionable (non-activist) environmental ideas
- The largest, most accurate proper disposal directory in the U.S.
 - 360 searchable materials
 - 1.6 million recycling opportunities
 - Syndicated via Earth911.com, 1-800-CLEANUP, iRecycle and through partner websites as Data as a Service
 - Recycling mobile search application



RESOURCE MANAGEMENT GROUP

Summary

Coverage in all 50 states, Puerto Rico and Canada

Manages recycling programs at over 14,800 client locations every month

100% customer retention

Leverages over 3,500 permitted partners

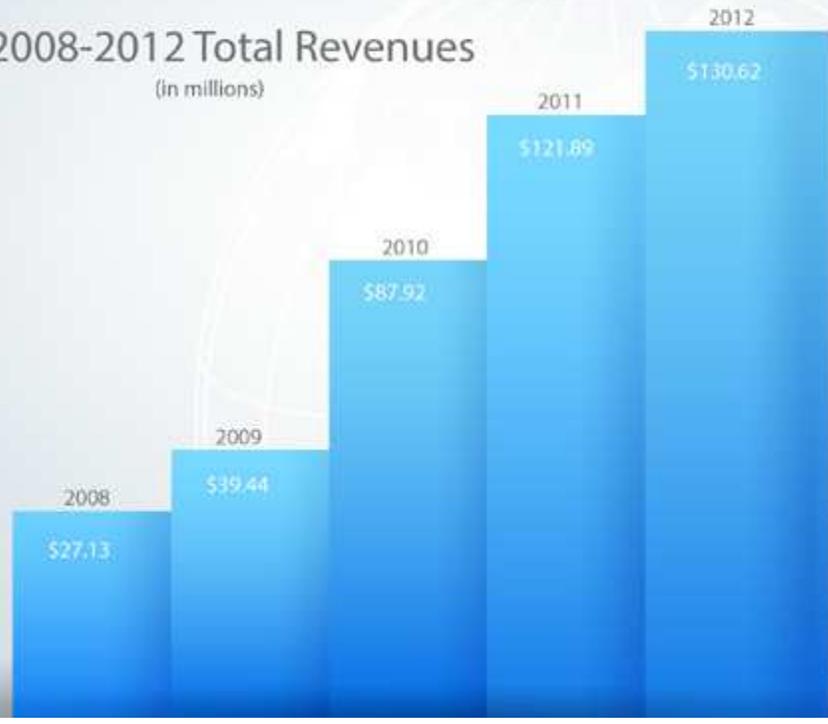
- 30,000 continuously trained professionals
- 24,000 trucks
- 600 recycling facilities

2012 key metrics

- Recycled over 1.6 billion pounds of materials in 2012
- Achieved over 99% landfill diversion
- Managed over 20 LEED® certification, energy modeling and building commissioning projects
- 96% of calls answered in less than 10 seconds



2008-2012 Total Revenues (in millions)



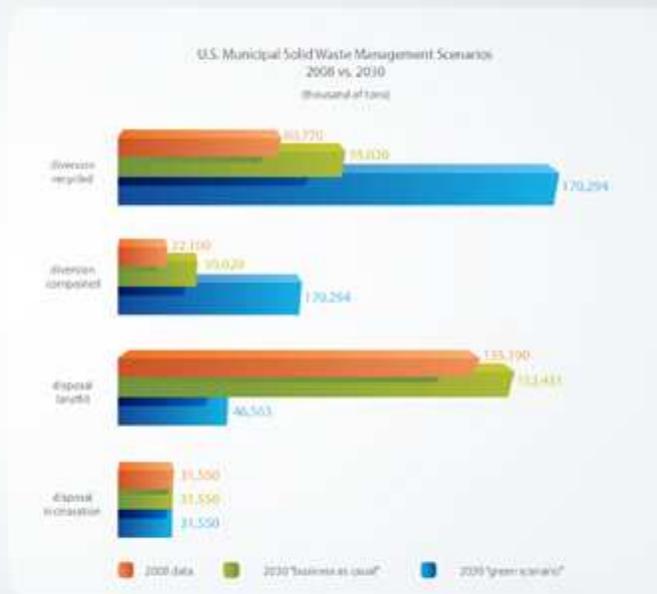
Quest's total initial target market is \$2.5 billion.

\$55 billion U.S. waste management industry

- Waste collection: \$34 billion
- Transporting & processing waste and recyclables: \$6 billion
- Waste disposal: \$13 billion
- Waste-to-energy: \$2 billion

"Economics, public opinion and government mandates will increasingly demand that more value is recovered from our waste materials."

"Municipalities are moving forward with diversion programs-in many cases motivated by state mandates. And leading solid waste companies will continue the process of re-branding themselves as businesses that also extract value from the materials they collect."



environmental LEADER
Environmental & Energy Management News

Sources: <http://www.wastebusinessjournal.com/overview.htm>, <http://ebionline.org/updates/1244-us-solid-waste-industry-reaches-55-billion-in-revenues-innovative-commission-technologies-poised-to-shake-up>

OVERVIEW

- Comprehensive sustainability, recycling and waste management programs
- Maximize value of recyclables and lower costs
- Network of pre-approved collection and recycling companies
- Take advantage of regional marketplaces
- One point of contact for all service needs

INDUSTRIES SERVED

- Automotive • Industrial • Municipal • Fleet
- Hospitality • Foodservice • Healthcare
- Multi family apartment • Office buildings

SOLUTIONS

- Used Oil/Used Oil Filters • Scrap Tires • Industrial Cleaning Hazardous Waste • Electronic Waste
- Universal Waste (Batteries, Mercury, Lights, etc.) • Parts Cleaners
- Plastics, Cardboard, Sand Glass • Cooking Oils And Grease Traps • Municipal Solid Waste
- Sustainability Strategic Planning • Carbon, Waste, Water Footprint analysis
- Tracking And Reporting • LEED®, Green Globes • Energy Modeling

PROGRAM GOALS

- Maximize value of recyclable commodities • Environmental sustainability
- Liability protection and environmental compliance • Centralized point of contact
- Accurate tracking of clients' Key Performance Indicators

KEY MATERIALS RECYCLED ANNUALLY



815 million pounds of food waste

Over 22 million gallons of motor oil

Over 15 million pounds of oil filters

158 million pounds of meat



8.6 million gallons of used cooking oil

Over 15 million scrap tires

TARGET SEGMENTS



| Business Segment | Motor Oil | Scrap Tires | Grease | Rendering | Organics | E-waste | Cardboard, Plastics, Glass | Solid Waste | Sustainability | Emission Reduction | Green Building |
|-----------------------------|-----------|-------------|--------|-----------|----------|---------|----------------------------|-------------|----------------|--------------------|----------------|
| automotive services | | | | | | | | | | | |
| - retail services providers | ✓ | ✓ | | | | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| - trucking & fleet | | | | | | | | | | | |
| - car rental companies | | | | | | | | | | | |
| big box retailers | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| grocery retailers | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| manufacturers | | | | | | | | | | | |
| - packaging | ✓ | ✓ | | | | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| - heavy & industrial | | | | | | | | | | | |
| - hospitality | | | | | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |

†Includes car dealerships, tire dealerships, quick lubes and automotive service franchises

Quest currently has a 5% market share of its initial target market and a 0.2% market share of the total market opportunity

Market Size 2012 Quest Revenue Market Share
(\$ in millions) (\$ in millions)

| | Market Size (\$ in millions) | 2012 Quest Revenue (\$ in millions) | Market Share |
|--------------------------------|---------------------------------|--|--------------|
| Top 50 grocery store chains | \$668 | \$80 | 12% |
| Top100 dealership groups | \$25 | \$6 | 23% |
| Top 100 fleets | \$470 | \$43 | 9% |
| Top 100 universities | \$5 | - | 0% |
| Top 100 REITs | \$43 | - | 1% |
| Top 100 school districts | \$63 | - | 0% |
| Top 100 manufacturing | \$1205 | \$1 | 0% |
| Total in top 100 | \$2,478 | \$130 | 5% |
| Total market size ¹ | \$55,000 | \$130 | 0.2% |

¹Waste Business Journal, 2012

Revenue Sources

- Recycling and Waste management
 - Fees for hauling, disposal or related services
 - Fees for professional and administrative services
 - Commodity sales and rebates from waste with monetized value
 - Contracts may have a shared savings component
- Sustainability, LEED and Energy Efficiency consulting
 - Audits, analysis, planning, project management
- Procurement
 - New or recycled materials, tanks, containers, fleet maintenance products

Contracts

- Evergreen or multi year



Increase revenue and maximize speed to market by acquiring companies with proven expertise and robust customer base

Robust, scalable and flexible Information Technology infrastructure will allow Quest to provide leading, innovative solutions and effectively manage clients' needs

Accelerate growth of customer contracts acquired by leveraging the Quest "system"

Mix of current customers penetration, customer vertical, services and geographic expansion





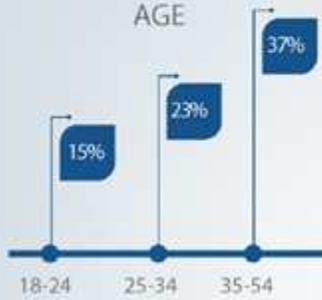
Earth911[®]

Summary

| | |
|-------------|---|
| 6,618,422 | Visitors year to date |
| 26,064,494 | Page views |
| 4.32 | Average page views per visit |
| 13,000 plus | Local municipalities and counties with recycling data |
| 1,600,000 | Material profiles |



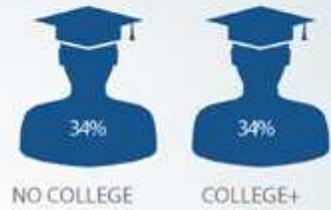
AGE



HOUSEHOLD INCOME



EDUCATION



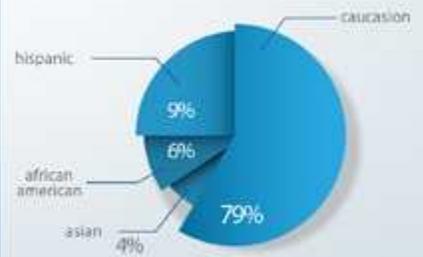
GENDER



CHILDREN IN HOUSEHOLD



ETHNICITY



Brian S. Dick has served as President, Chief Executive Officer, and director of our company since July 2013. Mr. Dick took Quest from a startup company in 2007 to a growing, vibrant enterprise with over \$130 million in revenue in less than five years. Mr. Dick was a *Ernest & Young Entrepreneur of the year* finalist in 2013. The company was named one of the fastest growing companies by *Inc. 5000* twice in a row, ranked 6th in the DFW area for fastest growing businesses by SMU and received the coveted AT&T's Sustainability Supplier award. Mr. Dick served as Vice President - Southeast Region of Atlantic Industrial Services, Inc., an industrial waste management and environmental contracting services company, from September 2001 to March 2007. From March 1998 to September 2001, Mr. Dick served as Regional Health and Safety Manager of Safety-Kleen Systems, Inc., an environmental services company.

Laurie L. Latham has served as Chief Financial Officer of our company since January 2013, SVP and Chief Financial Officer since January 2013. Ms. Latham is a senior executive with the ability to effectively operate and collaborate in an entrepreneurial environment, to translate complex ideas to simple terms for operational and informational purposes and to apply strong interpersonal and negotiating skills in developing customer and business relationships. Her operational and financial experience spans public and private entities including over 20 years within technology driven businesses. In addition, Ms. Latham has been in public practice with national and regional accounting firms, including KPMG Peat Marwick, and her earlier career experience included roles within the oil and gas, real estate, and agricultural industries. Ms. Latham is a Certified Public Accountant.



Infinity Resources Holdings Corp.
6175 Main Street, Suite #420
Frisco, Texas 75034
877.321.1811 – Main
<http://www.infinityresourcesholdingscorp.com>
www.questrmg.com
www.earth911.com

Brian Dick
Chief Executive Officer
BrianD@QuestRMG.com

Laurie Latham
Chief Financial Officer
LaurieL@QuestRMG.com



Infinity Resources Holdings Corp.

6175 Main Street, Suite #420

Frisco, Texas 75034

877.321.1811 – Main

<http://www.infinityresourcesholdingscorp.com>

www.questrmg.com

www.earth911.com