

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): May 14, 2019

InfuSystem Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

001-35020
(Commission File Number)

20-3341405
(I.R.S. Employer Identification No.)

31700 Research Park Drive
Madison Heights, Michigan 48071
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (248) 291-1210

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

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 (see General Instruction A.2. below):

- 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))

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

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 \$0.0001 per share	INFU	NYSE American LLC

Item 2.02. Results of Operations and Financial Condition.

On May 14, 2019, InfuSystem Holdings, Inc. (the “Company”) issued a press release reporting its financial results for the first quarter of 2019. The press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Item 2.02 of this Current Report on Form 8-K and the press release attached hereto as Exhibit 99.1 shall not be deemed “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of such section, and shall not be deemed to be incorporated by reference into the filings of the Company under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	<u>Press Release of InfuSystem Holdings, Inc., dated May 14, 2019</u>

Signature

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.

INFUSYSTEM HOLDINGS, INC.

By: /s/ Gregory W. Schulte
Gregory W. Schulte
Chief Financial Officer

Dated: May 14, 2019



InfuSystem Holdings, Inc.
31700 Research Park Drive
Madison Heights, MI 48071
248-291-1210

CONTACT: Joe Dorame, Joe Diaz & Robert Blum
Lytham Partners, LLC
602-889-9700

INFUSYSTEM HOLDINGS, INC. REPORTS FIRST QUARTER 2019 FINANCIAL RESULTS

“Increase of 10.4% in Revenue vs. Same Prior Year Period - Market Share Gains Still in Early Innings.”

MADISON HEIGHTS, MICHIGAN, May 14, 2019—InfuSystem Holdings, Inc. (NYSE American LLC: INFU) (“InfuSystem” or the “Company”), a leading national provider of infusion pumps and related services for the healthcare industry in the United States and Canada, today reported financial results for the first quarter ended March 31, 2019.

First Quarter Highlights:

- Net revenues for the quarter ended March 31, 2019 were \$18.2 million, an increase of \$1.7 million, or 10.4%, from the same prior year period.
- Cash flows provided by operating activities were \$1.3 million for the quarter ended March 31, 2019, up \$0.2 million, or 20.5%, from the same prior year period.
- Net loss for the quarter ended March 31, 2019 was \$1.0 million vs. net income of \$0.2 million for the same prior year period.
- Adjusted earnings before income taxes, depreciation, and amortization (“Adjusted EBITDA”) for the quarter ended March 31, 2019 was \$3.1 million, a decrease of 12.5% from the same prior year period and representing 17.1% and 21.6% of net revenues, respectively.

Commenting on the first quarter, Richard DiIorio, chief executive officer of InfuSystem, said, “I am pleased to announce that the growth opportunities we discussed in earlier calls have begun to present themselves in our topline revenue. In the first quarter, our core oncology business benefited from the market share gains from elastomeric pumps. Also benefiting the top line was growth in the Pain Management and product sales markets.”

Mr. DiIorio continued, “We are still early in the process of winning significant market share in our oncology business. The second phase, triggered by our largest competitor changing its business model, is going according to plan, but we still do not expect to see a revenue impact from that change until the second half of 2019. The process likely will continue into 2020. I am excited about the potential growth in 2019 and into 2020 as we layer the expected market share gain, and associated revenue, to our first quarter revenue growth of 10.4% vs. the prior year.”

Mr. DiIorio concluded, “The InfuSystem team has been positioning the Company to absorb the anticipated new business while continuing to deliver superior patient care and customer service. As we continue to scale to meet this growth opportunity, we will make operating investments, in addition to significant capital expenditures, that will negatively affect profitability in the short term. The benefits, on the other hand, are expected to contribute to long-term profitability and substantial value creation for our shareholders.”

Conference Call

The Company will conduct a conference call for investors on Tuesday, May 14, 2019 at 9:00 a.m. Eastern Time to discuss first quarter 2019 results. The conference call may also include a discussion of Company developments, forward-looking statements and other material information about business and financial matters. To participate in this call, please dial in toll-free (833) 366-1127 or (412) 902-6773. Additionally, a Web replay will be available on the Company’s website for 90 days or by calling (877) 344-7529 or (412) 317-0088, confirmation code 10131508, through May 21, 2019.

Condensed Consolidated Financial Statements

Certain balances in the condensed consolidated financial statements for the quarter ended March 31, 2018 have been reclassified to be consistent with the quarter ended March 31, 2019 presentation in accordance with GAAP.

Additionally, effective January 1, 2019, InfuSystem adopted, on a modified retrospective approach, Accounting Standards Update Topic 842: *Leases* (“ASU 842”). The adoption of ASU 842 impacts the condensed consolidated balance sheets by creating right-of-use assets and current and non-current liabilities for leases previously classified as operating leases. The Company evaluated the impact of adopting ASU 842 on operating lease expense and determined the impact to be consistent with previous expense recognition. ASU 842 also does not impact the Company’s accounting for rental revenues.

As a result, the adoption of ASU 842 resulted in the recognition and elimination of the following assets and liabilities in the condensed consolidated balance sheet as of March 31, 2019:

- The recognition of right-of-use assets of \$2.7 million;
- The recognition of operating lease liabilities of \$2.8 million with \$1.3 million classified as current; and,
- The elimination of the previous liability for the timing of the recognition of operating lease expense of \$0.1 million.

Non-GAAP Measures

This press release contains information prepared in conformity with GAAP as well as non-GAAP financial information. The Company believes that the non-GAAP financial measures presented in this press release provide useful information to the Company's management, investors, and other interested parties about the Company's operating performance because they allow them to understand and compare the Company's operating results during the current periods to the prior year periods in a more consistent manner. This non-GAAP information should be considered by the reader in addition to, but not instead of, the financial statements prepared in accordance with GAAP, and similarly titled non-GAAP measures may be calculated differently by other companies. The Company calculates those non-GAAP measures by adjusting for non-recurring items that are not part of the normal course of business and that the Company's management does not believe will have similar comparable year-over-year items or for non-operating items. A reconciliation of those measures to the most directly comparable GAAP measures is proved below.

About InfuSystem Holdings, Inc.

InfuSystem Holdings, Inc. is a leading provider of infusion pumps and related services to hospitals, oncology practices and other alternate site healthcare providers. Headquartered in Madison Heights, Michigan, the Company delivers local, field-based customer support and also operates Centers of Excellence in Michigan, Kansas, California, Massachusetts and Ontario, Canada. The Company's stock is traded on the NYSE American LLC under the symbol INFU.

Forward-Looking Statements

The financial results in this press release reflect preliminary results, which are not final until the Company's Form 10-Q for the quarter ended March 31, 2019 is filed. In addition, certain statements contained in this press release are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, such as statements relating to future actions, business plans, objectives and prospects, future operating or financial performance. The words "believe," "may," "will," "estimate," "continue," "anticipate," "intend," "should," "plan," "expect," "strategy," "future," "likely," variations of such words, and other similar expressions, as they relate to the Company, are intended to identify forward-looking statements. Forward-looking statements are subject to factors, risks and uncertainties that could cause actual results to differ materially, including, but not limited to, our dependence on estimates of collectible revenue, potential litigation, changes in third-party reimbursement processes, changes in law and other risk factors disclosed in the Company's most recent annual report on Form 10-K and, to the extent applicable, quarterly reports on Form 10-Q. All forward-looking statements made in this press release speak only as of the date hereof. We do not undertake any obligation to update any forward-looking statements to reflect future events or circumstances, except as required by law.

Additional information about InfuSystem Holdings, Inc. is available at www.infusystem.com.

FINANCIAL TABLES FOLLOW

INFUSYSTEM HOLDINGS, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

	As of	
<i>(in thousands, except share data)</i>	March 31, 2019	December 31, 2018
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 1,900	\$ 4,318
Accounts receivable, net	10,475	9,593
Inventories	2,553	2,254
Other current assets	1,470	1,372
Total current assets	16,398	17,537
Medical equipment for sale or rental	1,810	1,601
Medical equipment in rental service, net of accumulated depreciation	26,109	23,488
Property & equipment, net of accumulated depreciation	1,368	1,445
Intangible assets, net	18,740	19,865
Operating lease right of use assets	2,671	-
Other assets	149	137
Total assets	\$ 67,245	\$ 64,073
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 9,672	\$ 7,091
Capital lease liability, current	-	33
Current portion of long-term debt	5,337	4,903
Other current liabilities	3,466	2,763
Total current liabilities	18,475	14,790
Long-term debt, net of current portion	27,519	28,842
Deferred income taxes	29	-
Operating lease liabilities, net of current portion	1,479	-
Total liabilities	47,502	43,632
Stockholders' equity:		
Preferred stock, \$.0001 par value: authorized 1,000,000 shares; none issued	-	-
Common stock, \$.0001 par value: authorized 200,000,000 shares; issued and outstanding 23,221,296 and 19,702,807, respectively, as of March 31, 2019 and 23,095,513 and 19,577,024, respectively, as of December 31, 2018	2	2
Additional paid-in capital	83,429	83,167
Retained deficit	(63,688)	(62,728)
Total stockholders' equity	19,743	20,441
Total liabilities and stockholders' equity	\$ 67,245	\$ 64,073

INFUSYSTEM HOLDINGS, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

<i>(in thousands, except share and per share data)</i>	Three Months Ended	
	March 31	
	2019	2018
Net revenues	\$ 18,193	\$ 16,483
Cost of revenues	7,852	6,246
Gross profit	10,341	10,237
Selling, general and administrative expenses:		
Amortization of intangibles	1,125	1,187
Selling and marketing	2,602	2,301
General and administrative	7,034	6,161
Total selling, general and administrative	10,761	9,649
Operating (loss) income	(420)	588
Other expense:		
Interest expense	(460)	(315)
Other expense	(21)	(11)
(Loss) income before income taxes	(901)	262
Provision for income taxes	(59)	(58)
Net (loss) income	\$ (960)	\$ 204
Net (loss) income per share:		
Basic	\$ (0.05)	\$ 0.01
Diluted	(0.05)	0.01
Weighted average shares outstanding:		
Basic	19,580,049	22,799,221
Diluted	19,580,049	22,857,121

INFUSYSTEM HOLDINGS, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

<i>(in thousands)</i>	Three Months Ended	
	March 31	
	2019	2018
NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES	\$ 1,269	\$ 1,053
INVESTING ACTIVITIES		
Purchase of medical equipment and property	(3,535)	(1,120)
Proceeds from sale of medical equipment and property	764	955
NET CASH (USED IN) PROVIDED BY INVESTING ACTIVITIES	(2,771)	(165)
FINANCING ACTIVITIES		
Principal payments on revolving credit facility, term loans and capital lease obligations	(929)	(2,790)
Debt issuance costs	(3)	-
Common stock repurchased to satisfy statutory withholding on employee stock based compensation plans	(37)	-
Common stock repurchased as part of Repurchase Program	-	(83)
Cash proceeds from stock plans	53	46
NET CASH USED IN FINANCING ACTIVITIES	(916)	(2,827)
Net change in cash and cash equivalents	(2,418)	(1,939)
Cash and cash equivalents, beginning of period	4,318	3,469
Cash and cash equivalents, end of period	\$ 1,900	\$ 1,530

INFUSYSTEM HOLDINGS, INC. AND SUBSIDIARIES
GAAP TO NON-GAAP RECONCILIATION
(UNAUDITED)

NET LOSS TO ADJUSTED EBITDA:

<i>(in thousands)</i>	Three Months Ended March 31,	
	2019	2018
GAAP net (loss) income	(960)	204
Adjustments:		
Interest expense	460	315
Provision for income taxes	59	58
Depreciation	1,780	1,628
Asset impairment	-	-
Amortization	1,125	1,187
Non-GAAP EBITDA	\$ 2,464	\$ 3,392
Stock compensation costs	246	126
Early termination fees for capital leases	190	-
Exited facility costs	6	-
Management reorganization/transition costs	45	47
Certain other non-recurring costs	168	-
Non-GAAP Adjusted EBITDA	\$ 3,119	\$ 3,565
GAAP Net Revenues	\$ 18,193	\$ 16,483
Non-GAAP Adjusted EBITDA Margin	17.1%	21.6%

Non-GAAP Adjusted EBITDA Margin is defined as Non-GAAP Adjusted EBITDA as a percentage of Non-GAAP Adjusted Net Revenues.