

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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 14, 2022**

AGRIFY CORPORATION
(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction
of incorporation)

001-39946

(Commission File Number)

30-0943453

(IRS Employer
Identification No.)

**76 Treble Cove Rd.
Building 3
Billerica, MA 01862**

(Address of principal executive offices)

01862

(Zip Code)

Registrant's telephone number, including area code: **(617) 896-5243**

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	AGFY	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 (§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.

Item 7.01 Regulation FD Disclosure.

Agrify Corporation (the “Company”) previously announced that Raymond Chang, Chief Executive Officer, will make a presentation on behalf of the Company at the 34th Annual Roth Conference in Dana Point, California on Monday, March 14, 2022. The Company will host a fireside chat at 3:30 p.m. ET. The discussion will be moderated by Scott Fortune, Senior Equity Research Analyst, Cannabis and Hemp CBD at Roth Capital Partners. The webcast can be accessed by visiting the Company’s Investor Relations website at <https://ir.agrify.com/> and navigating to the Events page. The webcast will also be available for replay. Additionally, the Company will be conducting one-on-one meetings and small group meetings throughout the duration of the conference.

A copy of the presentation slides, which will be discussed at that conference, is attached hereto as Exhibit 99.1. From time-to-time, the Company may also use this presentation in conversations with investors and analysts.

The information in Items 7.01 and 9.01 of this report (including Exhibit 99.1 hereto) is being “furnished” and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, is not subject to the liabilities of that section and is not deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The Company hereby files or furnishes, as applicable, the following exhibits:

Exhibit No.	Description
99.1*	34th Annual Roth Conference Agrify Corporation Investor Presentation Slides
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

* Furnished but not filed.

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.

AGRIFY CORPORATION

Date: March 14, 2022

By: /s/ Timothy R. Oakes
Timothy R. Oakes
Chief Financial Officer

Roth Conference
March 14, 2022



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Important Notices & Disclosures

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, or the Securities Act, and Section 21E of the Securities Exchange Act of 1934, or the Exchange Act. All statements other than statements of historical facts contained in this presentation, including statements regarding our strategy, future operations, future financial position, future revenue, projected costs, prospects, plans, customers, objectives of management and expected market growth are forward-looking statements. These statements involve known and unknown risks, uncertainties and other important factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements.

The words "anticipate," "believe," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "should," "target," "will," "would" and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. These forward-looking statements are only predictions and we may not actually achieve the plans, intentions or expectations disclosed in our forward-looking statements, so you should not place undue reliance on our forward-looking statements. Actual results or events could differ materially from the plans, intentions and expectations disclosed in the forward-looking statements we make. We have based these forward-looking statements largely on our current expectations and projections about future events and trends that we believe may affect our business, financial condition and operating results. These and other risks and uncertainties are described more fully in the section titled "Risk Factors" in our Annual Report on Form 10-K for the fiscal year ended December 31, 2020 filed with the Securities and Exchange Commission ("SEC") and our other filings with the SEC. You may access these documents for free by visiting EDGAR on the SEC website at <http://www.sec.gov>. Forward-looking statements contained in this presentation are made as of this date, and we undertake no duty to update such information except as required under applicable law.

The forward-looking statements included in this presentation represent our views as of the date of this presentation. We anticipate that subsequent events and developments will cause our views to change. However, while we may elect to update these forward-looking statements at some point in the future, we have no current intention of doing so except to the extent required by applicable law. You should, therefore, not rely on these forward-looking statements as representing our views as of any date subsequent to the date of this presentation.

This presentation contains estimates made, and other statistical data published, by independent parties and by us relating to market size and growth and other data about our industry. We obtained the industry and market data in this presentation from our own research as well as from industry and general publications, surveys and studies conducted by third parties. This data involves a number of assumptions and limitations and contains projections and estimates of the future performance of the industries in which we operate that are subject to a high degree of uncertainty. We caution you not to give undue weight to such projections, assumptions and estimates.

This presentation is for information purposes only and is being provided to you solely in your capacity as a potential investor in considering an investment in Agrify Corporation (the "Company"). The information contained herein does not purport to be all-inclusive and neither the Company nor any of its directors, officers, stockholders or affiliates makes any representation or warranty, express or implied, as to the accuracy, completeness or reliability of the information contained in this presentation or any other written or oral communication communicated to the recipient in the course of the recipient's evaluation of the Company or an investment in the securities. The information contained herein is preliminary and is subject to change and such changes may be material.

This presentation does not constitute an offer to sell, a solicitation of an offer to buy, or a recommendation to purchase any security of the Company. You should not construe the contents of this presentation as legal, tax, accounting or investment advice or a recommendation. You should consult your own counsel and tax and financial advisors as to legal and related matters concerning the matters described herein, and, by accepting this presentation, you confirm that you are not relying upon the information contained herein to make any decision.

You are also being advised that the United States securities laws restrict persons with material non-public information about a company obtained directly or indirectly from that company from purchasing or selling securities of such company, or from communicating such information to any other person under circumstances in which it is reasonably foreseeable that such person is likely to purchase or sell such securities on the basis of such information.

This presentation and the information contained herein constitutes confidential information and is provided to you on the condition that you agree that you will hold it in strict confidence and not reproduce, disclose, forward or distribute it in whole or in part without the prior written consent of the Company and is intended for the recipient hereof only.

No securities commission or securities regulatory authority in the United States or any other jurisdiction has in any way passed upon the merits of this presentation or the private placement.



Passionately Transforming Cannabis Through Innovation

Our mission is to become the world's most innovative and vertically integrated solution provider in the cannabis industry, while driving superior quality, consistency, and ROI for our valued customers.



AGRIFY Overview

From cultivation to concentrates, AGRIFY enables customers to achieve superior quality, consistency and ROI.



AGRIFY Cultivation

Key Pain Points in Traditional Cultivation

VFU Performance Enhancements



Unused vertical space in indoor facilities



Designed to be stacked up to 3 units high, with 6 levels of canopy



Incompatible grow equipment requires system integrators, causing project delays and inefficiency



Integrated solution with precise microclimate control over temperature, humidity, lighting, fertigation, and CO2



Inability to optimize facility grow environment for multiple strains



Strain specific cultivation



Poor biosecurity mitigation and limited prevention of crop-wide devastation



Enhanced biosecurity with curtains and internal air movement



High production-related operational costs



Reduced production costs driven by automation from hardware and software

Vertical Farming Unit (VFU) Explainer Video



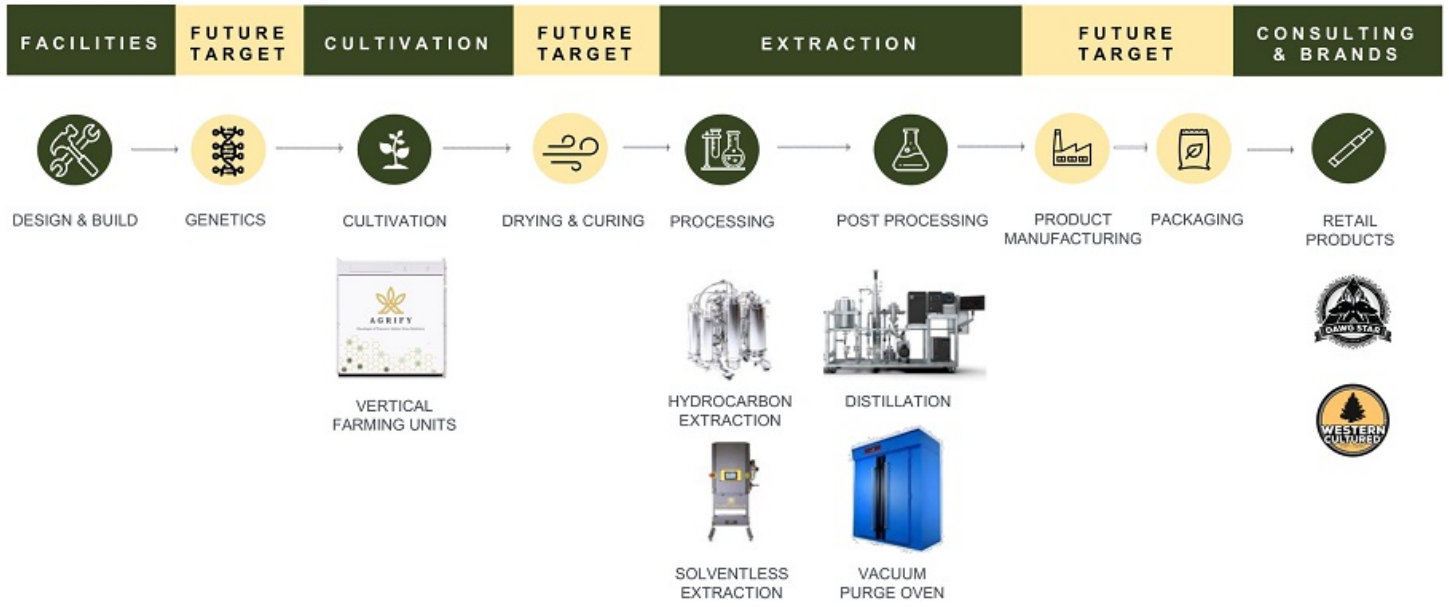
Click the Video or Here to Watch Online

Vertical Farming Units (VFUs)

- Over \$30 million invested in VFU development and improvements
- Each VFU can produce over 35 pounds per year
- Each VFU captures 1.5 million data points per year
- Version 3.7 offers next generation technology upgrades
- Works in tandem with Agrify Insights cultivation software



AGRIFY's Growing Ecosystem



AGRIFY Total Turn-Key (TTK) Solution

Agrify provides customers with the ingredients needed to launch and operate world-class cultivation and extraction facilities, long term.



Access to Capital

Addresses a major pain point especially for new market entrants



Facility Build-Out

Supported by leading cannabis consultants and specialized general contractors



Cultivation and Extraction Solutions

Optimized for the highest levels of consistency, quality, and yield



Ongoing Operational Support

Provided by some of the best and brightest experts and thought leaders in the industry

- **Facility Design and Construction**

- 16%-18% APR over 24 months

- **Fixed SaaS per VFU per Month**

- \$200 to \$300 SaaS per VFU per month

- **Success-Based Production Fees**

- Each VFU produces 35 lbs + per year
- On average AGRIFY receives \$600 per pound



AGRIFY

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Total Engagements Impact



Intentionally Cornering the Extraction Industry



LAB DESIGN
& TRAINING



HYDROCARBON
EXTRACTION



SOLVENTLESS
EXTRACTION



DISTILLATION
& ISOLATION



VACUUM
PURGE OVENS



ETHANOL
EXTRACTION



DATA CAPTURE
& CONTROL



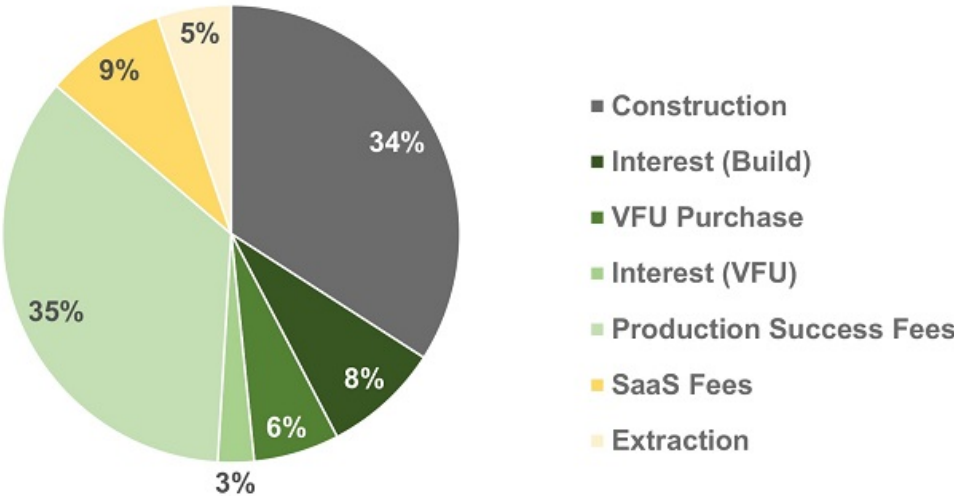
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Why Extraction?

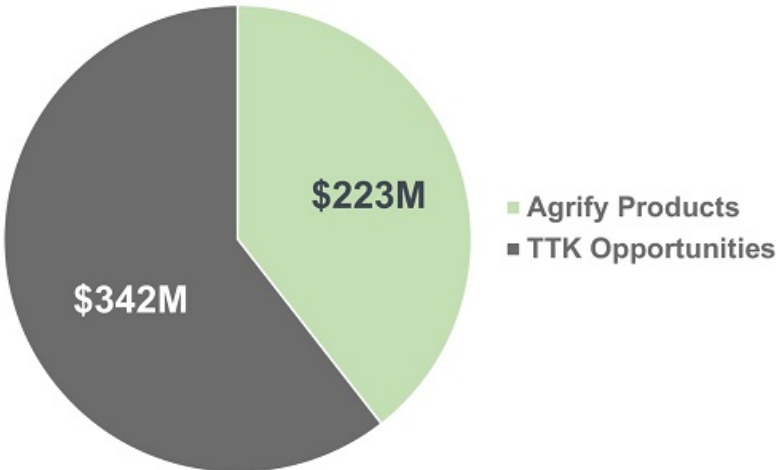
- Changing consumer preferences and increased prevalence of Cannabis 2.0 products
- Superior extraction technology will likely play a critical role in producing high-quality medical and recreational consumer products
- Acquired four of the top brands in the category with 7,000 customers and over \$60 million in annual revenue
- Formed the largest extraction company on the planet
- Strengthened our IP portfolio and product roadmap
- Assembled some of the best and brightest minds in the cannabis industry

Q422: Over \$250M in Record New Bookings



Note: All bookings values are only 3-year values (not the 10 year estimated contractual value)

Currently Over \$500M in Qualified Pipeline



Note: All bookings values are only 3-year values (not the 10 year estimated contractual value)

Thank you for your interest in  AGRIFY™

Any Questions

