

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
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[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

| | | |
|--|---|---|
| 1. Name and Address of Reporting Person * SALTZ MITCHELL A (Last) (First) (Middle) 3481 PLANO PARKWAY (Street) THE COLONY, TX 75056 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol Quest Resource Holding Corp [QRHC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |
| 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">4/17/2017</p> | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|----------------|-----------------------------------|---------------------------|-----|---|------------|----------|---|--|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | | |
| Common Stock | 4/17/2017 | | S | (1) | 4200 | D | \$2.6906 | (2) | 3733966 | I | By Southwest Green Investments, L.L.C. (3) |
| Common Stock | 4/18/2017 | | S | (1) | 523 | D | \$2.7328 | (4) | 3733443 | I | By Southwest Green Investments, L.L.C. (3) |
| Common Stock | 4/19/2017 | | S | (1) | 7046 | D | \$2.5878 | (5) | 3726397 | I | By Southwest Green Investments, L.L.C. (3) |
| Common Stock | | | | | | | | | 1944186 | I | By Stockbridge Enterprises, L.P. (6) |
| Common Stock | | | | | | | | | 1500 | I | By Trust (2) |

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|---|--|-----|---|-----------------|---|----------------------------|--|--|--|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

- (1) The shares were sold pursuant to a 10b5-1 Trading Plan dated December 8, 2016.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.51 to \$2.96, inclusive. The reporting person undertakes to provide to Quest Resource Holding Corporation (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission (the "SEC"), upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (3) The shares are owned directly by Southwest Green Investments, L.L.C. ("Southwest Green"), a ten percent owner of the Company, and indirectly by Mitchell A. Saltz ("Saltz"). Saltz is a director and a ten percent owner of the Company, and controls the investment decisions of Southwest Green. Southwest Green is owned by a limited partnership in which Saltz owns an indirect interest.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.70 to \$2.75, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.52 to \$2.74, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (6) The shares are owned directly by Stockbridge Enterprises, L.P. ("Stockbridge"), of which Saltz controls the investment decisions. Stockbridge is owned by a limited partnership in which Saltz owns an indirect interest.
- (7) The shares are owned directly by the Saltz & Noreen Revocable Family Trust.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SALTZ MITCHELL A 3481 PLANO PARKWAY THE COLONY, TX 75056 | X | X | | |
| Southwest Green Investments, L.L.C. 3481 PLANO PARKWAY THE COLONY, TX 75056 | | X | | |

Signatures

Laurie L. Latham, as attorney-in-fact

4/19/2017

**Signature of Reporting Person

Date

Laurie L. Latham, as attorney-in-fact

4/19/2017

**Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.