

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

**SCHEDULE 13D**

**Under the Securities Exchange Act of 1934  
(Amendment No. 2)\***

**PureCycle Technologies, Inc.**  
(Name of Issuer)

**Common Stock**  
(Title of Class of Securities)

**74623V103**  
(CUSIP Number)

**Matthew Whitehead, Chief Operating Officer / Authorized Signatory**  
**3000 El Camino Real, Building 5, Suite 450**  
**Palo Alto, CA 94306**  
**+1 332 242 8518**

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

**September 13, 2024**  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. [X]

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page

The information required on the remainder of this cover page shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934 (the Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Instructions).

CUSIP No.: 74623V103

|  |   |
|--|---|
| 1  | <b>NAME OF REPORTING PERSON:</b><br>Sylebra Capital LLC<br><b>I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)</b> |
| 2  | <b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b><br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b)     |
| 3  | <b>SEC USE ONLY</b>   |
| 4  | <b>SOURCE OF FUNDS:</b><br>WC   |
| 5  | <b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)</b><br><input type="checkbox"/>   |
| 6  | <b>CITIZENSHIP OR PLACE OF ORGANIZATION</b><br>Delaware, US   |
| <b>NUMBER OF<br/>SHARES<br/>BENEFICIALLY<br/>OWNED<br/>BY EACH<br/>REPORTING<br/>PERSON WITH</b> | 7 <b>SOLE VOTING POWER</b>  |
|  | 8 <b>SHARED VOTING POWER</b><br>33,457,649  |
|  | 9 <b>SOLE DISPOSITIVE POWER</b>   |
|  | 10 <b>SHARED DISPOSITIVE POWER</b><br>33,457,649  |
| 11   | <b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b><br>33,457,649   |
| 12   | <b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES</b><br><input type="checkbox"/>                    |
| 13   | <b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b><br>19.29%   |
| 14   | <b>TYPE OF REPORTING PERSON</b><br>HC, IA   |

CUSIP No.: 74623V103

|  |   |
|--|---|
| 1  | <b>NAME OF REPORTING PERSON:</b><br>Sylebra Capital Limited<br><b>I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)</b> |
| 2  | <b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b><br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b)         |
| 3  | <b>SEC USE ONLY</b>   |
| 4  | <b>SOURCE OF FUNDS:</b><br>WC   |
| 5  | <b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)</b><br><input type="checkbox"/>       |
| 6  | <b>CITIZENSHIP OR PLACE OF ORGANIZATION</b><br>Hong Kong  |
| <b>NUMBER OF<br/>SHARES<br/>BENEFICIALLY<br/>OWNED<br/>BY EACH<br/>REPORTING<br/>PERSON WITH</b> | 7 <b>SOLE VOTING POWER</b>  |
|  | 8 <b>SHARED VOTING POWER</b><br>33,457,649  |
|  | 9 <b>SOLE DISPOSITIVE POWER</b>   |
|  | 10 <b>SHARED DISPOSITIVE POWER</b><br>33,457,649  |
| 11   | <b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b><br>33,457,649   |
| 12   | <b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES</b><br><input type="checkbox"/>                        |
| 13   | <b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b><br>19.29%   |
| 14   | <b>TYPE OF REPORTING PERSON</b><br>HC, IA   |

CUSIP No.: 74623V103

|  |  |
|--|--|
| 1  | <b>NAME OF REPORTING PERSON:</b><br>Sylebra Capital Management<br><b>I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)</b> |
| 2  | <b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b><br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b)            |
| 3  | <b>SEC USE ONLY</b>  |
| 4  | <b>SOURCE OF FUNDS:</b><br>WC  |
| 5  | <b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)</b><br><input type="checkbox"/>          |
| 6  | <b>CITIZENSHIP OR PLACE OF ORGANIZATION</b><br>Cayman Islands  |
| <b>NUMBER OF<br/>SHARES<br/>BENEFICIALLY<br/>OWNED<br/>BY EACH<br/>REPORTING<br/>PERSON WITH</b> | 7 <b>SOLE VOTING POWER</b>   |
|  | 8 <b>SHARED VOTING POWER</b><br>33,457,649   |
|  | 9 <b>SOLE DISPOSITIVE POWER</b>  |
|  | 10 <b>SHARED DISPOSITIVE POWER</b><br>33,457,649   |
| 11   | <b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b><br>33,457,649  |
| 12   | <b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES</b><br><input type="checkbox"/>                           |
| 13   | <b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b><br>19.29%  |
| 14   | <b>TYPE OF REPORTING PERSON</b><br>HC, IA  |

CUSIP No.: 74623V103

|  |   |
|--|---|
| 1  | <b>NAME OF REPORTING PERSON:</b><br>Daniel Patrick Gibson<br><b>I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)</b> |
| 2  | <b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b><br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b)       |
| 3  | <b>SEC USE ONLY</b>   |
| 4  | <b>SOURCE OF FUNDS:</b><br>WC   |
| 5  | <b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)</b><br><input type="checkbox"/>     |
| 6  | <b>CITIZENSHIP OR PLACE OF ORGANIZATION</b><br>Antigua and Barbuda  |
| <b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b> | 7 <b>SOLE VOTING POWER</b><br>714,300   |
|  | 8 <b>SHARED VOTING POWER</b><br>33,600,549  |
|  | 9 <b>SOLE DISPOSITIVE POWER</b><br>714,300  |
|  | 10 <b>SHARED DISPOSITIVE POWER</b><br>33,600,549  |
| 11   | <b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b><br>34,314,849   |
| 12   | <b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES</b><br><input type="checkbox"/>                      |
| 13   | <b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b><br>19.78%   |
| 14   | <b>TYPE OF REPORTING PERSON</b><br>IN   |

**ITEM 1. SECURITY AND ISSUER:**

This Amendment No. 2 on Schedule 13D/A (this "Amendment") amends the Schedule 13D filed by the Reporting Persons with the Securities and Exchange Commission on March 24, 2022, as amended from time to time (the "Schedule 13D"), relating to the shares of common stock, par value \$0.001 per share ("Common Stock"), of PureCycle Technologies, Inc., a Delaware corporation (the "Issuer") with a class of securities registered under Section 12 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The principal executive offices of the Issuer are located at 4651 Salisbury Road, Suite 400, Jacksonville, Florida 32256. Except as specifically provided herein, this Amendment does not modify any of the information previously reported in the Schedule 13D. Unless otherwise indicated herein, capitalized terms used but not defined in this Amendment shall have the same meanings herein as are ascribed to such terms in the Schedule 13D.

**ITEM 2. IDENTITY AND BACKGROUND:**

Sylebra Capital LLC ("Sylebra US") hereby files this Statement on behalf of the Reporting Persons pursuant to the Agreement with Respect to Schedule 13D (the "Joint Filing Agreement") attached to this Statement as Exhibit 99.1.

Sylebra US and Sylebra Capital Limited ("Sylebra HK") are the investment sub-advisers to Sylebra Capital Partners Master Fund, Ltd. ("SCP MF"), Sylebra Capital Parc Master Fund ("PARC MF"), Sylebra Capital Menlo Master Fund ("MENLO MF") and other advisory clients. The term Affiliated Investment Entities refers to SCP MF, PARC MF, MENLO MF and other advisory clients. Sylebra Capital Management ("Sylebra Cayman") is the investment manager and parent of Sylebra HK. Sylebra Cayman owns 100% of the shares of Sylebra HK, and Daniel Patrick Gibson ("Gibson") owns 100% of the Class A shares of Sylebra Cayman and 100% of the share capital of Sylebra US. Gibson is a founder and Chief Investment Officer of Sylebra Cayman. In such capacities, Sylebra HK, Sylebra US, Sylebra Cayman, and Gibson may be deemed to share voting and dispositive power over the shares of common stock of the Issuer held by the Affiliated Investment Entities.

Sylebra US, Sylebra HK, Sylebra Cayman and Gibson are each referred to herein individually as a Reporting Person and collectively as the Reporting Persons.

The principal address of the Reporting Persons is c/o Sylebra Capital LLC, 3000 El Camino Real, Building 5, Suite 450, Palo Alto, CA 94306.

Each of Sylebra US, Sylebra HK and Sylebra Cayman are engaged in the principal business of fund management. Gibson serves as (i) a director and owner of each Sylebra HK and Sylebra Cayman and (ii) a sole member of Sylebra US. Each of the Affiliated Investment Entities are engaged in the principal business of investments. None of the Reporting Persons have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) during the last 5 years.

None of the Reporting Persons have during the last 5 years been party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Sylebra US is a limited liability company organized under the laws of Delaware, United States. Sylebra HK is a private limited company organized under the laws of Hong Kong. Sylebra Cayman is an exempted company with limited liability organized under the laws of the Cayman Islands. Gibson is a citizen of Antigua and Barbuda.

**ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION:**

The Reporting Persons each used their respective working capital to purchase the shares of common stock of the Issuer.

**ITEM 4. PURPOSE OF TRANSACTION:**

The purpose of the transactions was to acquire the shares of common stock of the Issuer for investment purposes with the aim of increasing the value of the investment and the Issuer.

On September 11, 2024, each of the Affiliated Investment Entities entered into subscription agreements (the "Subscription Agreements") with the Issuer, pursuant to which the Issuer agreed to sell to such parties, in a private placement, an aggregate of 4,264,393 shares of the Issuer's Common Stock, 25,000 shares of the Issuer's Series A Preferred Stock, and Series C Warrants to purchase an aggregate of 2,500,000 shares of the Issuer's Common Stock. The shares of Series A Preferred Stock are not convertible into shares of the Issuer's Common Stock. The Series C Warrants will be exercisable beginning on the date of issuance, subject to a stock ownership restriction pursuant to which the Series C Warrants cannot be exercised by the Reporting Persons if such exercise would cause their beneficial ownership of the Issuer's Common Stock to exceed 19.9%. Pursuant to the Subscription Agreements, the Issuer is required to prepare and file a registration statement with the Securities and Exchange Commission under the Securities Act of 1933, as amended, covering the resale of the shares of the Issuer's Common Stock and the shares of the Issuer's Series A Preferred Stock issued pursuant to the Subscription Agreements and the resale of the shares of the Issuer's Common Stock underlying the Series C Warrants. The transactions subject to the Subscription Agreements closed on September 13, 2024.

Subject to applicable legal requirements, one or more of the Reporting Persons may purchase additional securities of the Issuer from time to time in open market or private transactions, depending on their evaluation of the Issuer's business, prospects and financial condition, the market for the Issuer's securities, other developments concerning the Issuer, the reaction of the Issuer to the Reporting Persons ownership of the Issuer's securities, other opportunities available to the Reporting Persons, and general economic, money market and stock market conditions. In addition, depending upon the factors referred to above, the Reporting Persons may dispose of all or a portion of their securities of the Issuer at any time. Each of the Reporting Persons reserves the right to increase or decrease its holdings on such terms and at such times as each may decide.

Other than as described above in this Item 4, none of the Reporting Persons have any plan or proposal relating to or that would result in: (a) the acquisition by any person of additional securities of the Issuer or the disposition of securities of the Issuer; (b) an extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the Issuer or any of its subsidiaries; (c) a sale or transfer of a material amount of assets of the Issuer or any of its subsidiaries; (d) any change in the present board of directors or management of the Issuer, including any plans or proposals to change the number or terms of directors or to fill any existing vacancies on the Board of Directors of the Issuer; (e) any material change in the present capitalization or dividend policy of the Issuer; (f) any other material change in the Issuer's business or corporate structure; (g) any changes in the Issuer's charter, by-laws or instruments corresponding thereto or other actions which may impede the acquisition of control of the Issuer by any person; (h) a class of securities of the Issuer being delisted from a national securities exchange or ceasing to be authorized to be quoted in an inter-dealer quotation system of a registered national securities association; (i) a class of equity securities of the Issuer becoming eligible for termination of registration pursuant to Section 12(g)(4) of the Exchange Act; or (j) any action similar to those enumerated above.

**ITEM 5. INTEREST IN SECURITIES OF THE ISSUER:**

(a) (b)  
Reporting Person: Sylebra Capital LLC (2)  
Shares Held Directly: --  
Sole Voting Power: --  
Shared Voting Power: 33,457,649  
Sole Dispositive Power: --  
Shared Dispositive Power: 33,457,649  
Beneficial Ownership: 33,457,649  
Percentage of Class: 19.29%(1)

Reporting Person: Sylebra Capital Limited (3)  
Shares Held Directly: --  
Sole Voting Power: --  
Shared Voting Power: 33,457,649  
Sole Dispositive Power: --  
Shared Dispositive Power: 33,457,649  
Beneficial Ownership: 33,457,649  
Percentage of Class: 19.29%(1)

Reporting Person: Sylebra Capital Management (4)  
Shares Held Directly: --  
Sole Voting Power: --  
Shared Voting Power: 33,457,649  
Sole Dispositive Power: --  
Shared Dispositive Power: 33,457,649  
Beneficial Ownership: 33,457,649  
Percentage of Class: 19.29%(1)

Reporting Person: Daniel Patrick Gibson (5)  
Shares Held Directly: 714,300  
Sole Voting Power: 714,300  
Shared Voting Power: 33,600,549  
Sole Dispositive Power: 714,300  
Shared Dispositive Power: 33,600,549  
Beneficial Ownership: 34,314,849  
Percentage of Class: 19.78%(1)

(1) This percentage is calculated based upon 173,490,094 shares of the Issuer's Common Stock outstanding as computed in accordance with Rule 13d-3(d)(1)(i) promulgated under the Exchange Act.

(2) Sylebra US holds no shares of the Issuer's Common Stock directly. Sylebra US may be deemed to have beneficial ownership of the shares of the Issuer's Common Stock held by the Affiliated Investment Entities due to its role as their investment sub-adviser.

(3) Sylebra HK holds no shares of the Issuer's Common Stock directly. Sylebra HK may be deemed to have beneficial ownership of the shares of the Issuer's Common Stock held by the Affiliated Investment Entities due to its role as their investment sub-adviser.

(4) Sylebra Cayman holds no shares of the Issuer's Common Stock directly. Sylebra Cayman may be deemed to have beneficial ownership of the shares of the Issuer's Common Stock held by the Affiliated Investment Entities due to its role as the investment manager and parent of Sylebra HK.

(5) Gibson owns 100% of Class A shares of Sylebra Cayman and thus may be deemed to have beneficial ownership of the shares of the Issuer's Common Stock held by the Affiliated Investment Entities. Gibson owns 100% of the outstanding equity interests in GK LLC and thus may be deemed to have beneficial ownership of the shares of the Issuer's Common Stock held by GK LLC.

(c) Other than as disclosed above, there have been no reportable transactions with respect to the Issuer's Common Stock within the last 60 days by the Reporting Persons other than as described in this Statement.

(d) No person other than the Reporting Persons has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Issuer's Common Stock.

(e) Not applicable.

#### **ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER:**

The information provided in Items 3, 4 and 5 is hereby incorporated herein by this reference.

Except for the Joint Filing Agreement attached hereto as Exhibit 99.1, to the knowledge of the Reporting Persons, there are no contracts, arrangements, understandings or relationships (legal or otherwise) among the Reporting Persons or, to the knowledge of any of the Reporting Persons, any other person or entity referred to in Item 2, or between such persons and any other person, with respect to any securities of the Issuer, including, but not limited to, transfer or voting of any of the securities, finders fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies.

#### **ITEM 7. MATERIALS TO BE FILED AS EXHIBITS:**

Exhibit 99.1 Joint Filing Agreement, dated as of 17 September, 2024 by and among the Reporting Persons.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

September 17 2024

Sylebra Capital LLC

By: /s/ Matthew Whitehead

Name: Matthew Whitehead

Title: Authorized Signatory

September 17 2024

Sylebra Capital Limited

By: /s/ Matthew Whitehead

Name: Matthew Whitehead

Title: Authorized Signatory

September 17 2024

Sylebra Capital Management

By: /s/ Matthew Whitehead

Name: Matthew Whitehead

Title: Authorized Signatory

September 17 2024

Daniel Patrick Gibson

By: /s/ Daniel Patrick Gibson

Name: Daniel Patrick Gibson

Title: Individual

Attention — Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).

The undersigned acknowledge and agree that the foregoing statement on Schedule 13D is filed on behalf of each of the undersigned and that all subsequent amendments to this foregoing shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that it knows or has reason to believe that such information is inaccurate.

This Agreement may be executed in counterparts and each of such counterparts taken together shall constitute one and the same instrument.

Sylebra Capital LLC  
By: /s/ Matthew Whitehead  
Name: Matthew Whitehead  
Title: Authorized Signatory

Sylebra Capital Limited  
By: /s/ Matthew Whitehead  
Name: Matthew Whitehead  
Title: Authorized Signatory

Sylebra Capital Management  
By: /s/ Matthew Whitehead  
Name: Matthew Whitehead  
Title: Authorized Signatory

Daniel Patrick Gibson  
By: /s/ Daniel Patrick Gibson  
Name: Daniel Patrick Gibson  
Title: Individual

Date: September 17, 2024