

# FORM 4

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

OMB APPROVAL	
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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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>Dee Michael E</b>		2. Issuer Name and Ticker or Trading Symbol <b>PureCycle Technologies, Inc. [PCT]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <b>Former Chief Financial Officer</b>	
(Last) (First) (Middle) <b>C/O PURECYCLE TECHNOLOGIES, INC., 5950 HAZELTINE NATIONAL DRIVE, SUITE 650</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>12/30/2021</b>			
(Street) <b>ORLANDO, FL 32822</b>		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	12/30/2021		G	V	13,000 (1) (2)	D	\$ 0	881,611.995	D	
Common Stock	12/30/2021		G	V	3,000 (2)	A	\$ 0	3,000	I	Matthew Edward Dee 2015 Trust
Common Stock	12/30/2021		G	V	3,000 (2)	A	\$ 0	3,000	I	Christopher Michael Dee 2015 Trust
Common Stock	12/30/2021		G	V	3,000 (2)	A	\$ 0	3,000	I	David Roney Dee 2016 Trust
Common Stock	12/30/2021		G	V	3,000 (2)	A	\$ 0	3,000	I	Diana Bao Wen Dee 2020 Trust

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

**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.**

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		7. Title and Amount of Underlying Securities (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		Date Exercisable	Expiration Date					

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dee Michael E C/O PURECYCLE TECHNOLOGIES, INC. 5950 HAZELTINE NATIONAL DRIVE, SUITE 650 ORLANDO, FL 32822				Former Chief Financial Officer

## Signatures

/s/ Brad S. Kalter, as Attorney-in-Fact for Michael E. Dee		01/04/2022
<small>**Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

- \* 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).
- (1) The reporting person gifted 1,000 shares of the Company's common stock to Veeranun Rungamornchai.  
The reporting person transferred 3,000 shares of the Company's common stock into each of four separate trusts of which the reporting person's spouse is the sole trustee.
- (2) Members of the reporting person's immediate family are the sole beneficiaries of each of the respective trusts. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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

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