

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

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INITIAL STATEMENT OF 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 [*] – Sylebra Capital Ltd | 2. Date of Event Requiring Statement (Month/Day/Year) 03/17/2022 | | 3. Issuer Name and Ticker or Trading Symbol PureCycle Technologies, Inc. [PCT] | | | | |
| (Last) (First) (Middle) 28 HENNESSY ROAD, 20TH FLOOR, WAN CHAI | 03/17/2022 | Issuer | f Reporting Person x all applicable) X 10% Own | Filed(Month/Day/Year) 03/24/2022 | | | |
| (Street) HONG KONG, K3 00000 | | Officer (give ti below) | | - | | | |
| (City) (State) (Zip) | Table I - Non-Derivative Securities Beneficially Owned | | | | | | |
| 1. Title of Security (Instr. 4) | | 2. Amount of Securities Beneficially Owned (Instr. 4) | | 4. Nature of Indirect Beneficial Ownership (Instr. 5) | | | |
| Common Stock | 29,193,256 | 29,193,256 | | See footnotes 1 & 2 $\frac{(1)}{(2)}$ | | | |
| Common Stock | 142,900 | 142,900 | | See footnote 3 (3) | | | |
| Common Stock | 714,300 | 714,300 | | | | | |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exer and Expirati (Month/Day/Ye | ration Date Underlying Derivative Security | | or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | |
|---|---|--|-----------------|-------------------------------|---------------------------------------|---|-----------------------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
| Warrant to Purchase Common Stock | <u>(5)</u> | <u>(5)</u> | Common Stock | 5,535,700 | \$ 11.5 | Ι | See footnotes 1 & 2 (1) (2) |
| Warrant to Purchase Common Stock | <u>(5)</u> | <u>(5)</u> | Common Stock | 35,700 | \$ 11.5 | Ι | See footnote 3 (3) |
| Warrant to Purchase Common Stock | <u>(5)</u> | <u>(5)</u> | Common Stock | 357,150 | \$ 11.5 | D (4) | |

Reporting Owners

| | Relationships | | | |
|--|---------------|--------------|---------|-------|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other |
| Sylebra Capital Ltd 28 HENNESSY ROAD, 20TH FLOOR WAN CHAI HONG KONG, K3 00000 | | Х | | |
| Gibson Daniel Patrick 28 HENNESSY ROAD, 20TH FLOOR WAN CHAI HONG KONG, K3 00000 | | Х | | |

Signatures

| Matthew Whitehead | 03/27/2022 |
|-------------------|------------|
| | |

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

Sylebra Capital Limited (Sylebra HK) is the investment sub-adviser 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. Sylebra Capital Management (Sylebra Cayman) is the investment manager and parent

- (1) of Sylebra HK. Sylebra Cayman owns 100% of the shares of Sylebra HK. Daniel Gibson (Mr. Gibson) owns 100% of the shares of Sylebra Cayman. In such capacities, Sylebra HK, Sylebra Cayman and Mr. Gibson may be deemed to share voting and dispositive power over the shares of common stock of the Issuer held by SCP MF, PARC MF, MENLO MF, and other advisory clients.
- These securities are held by SCP MF, PARC MF, MENLO MF, and other advisory clients. Sylebra HK, Sylebra Cayman and Mr. Gibson disclaim beneficial ownership of (2) these securities, and this report shall not be deemed an admission that Sylebra HK, Sylebra Cayman and Mr. Gibson are the beneficial owners of such securities, except to the extent of their pecuniary interest, if any, therein.
- These securities are held by Gibson's Korner LLC. Mr. Gibson is the sole equity holder of Gibson's Korner LLC and may be deemed to share voting and dispositive power (3) over the shares of common stock of the Issuer held by Gibson's Korner LLC. Mr. Gibson disclaims beneficial ownership of these securities, and this report shall not be
- deemed an admission that the reporting person is the beneficial owner of such securities, except to the extent of his pecuniary interest, if any, therein.
- (4) These are owned by Mr. Gibson.
- (5) The Class A Warrants become exercisable on the six-month anniversary of the issue date and expire on the four year anniversary of the issue date.

Remarks:

This Form 3 amendment is being filed to include Mr. Gibson's ownership - see footnotes 1 and 2.

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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