

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 Dee Michael E		2. Issuer Name and Ticker or Trading Symbol PureCycle Technologies, Inc. [PCT]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Chief Financial Officer	
(Last) (First) (Middle) C/O PURECYCLE TECHNOLOGIES, INC., 5950 HAZELTINE NATIONAL DRIVE, SUITE 650		3. Date of Earliest Transaction (Month/Day/Year) 05/27/2021			
(Street) ORLANDO, FL 32822		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 ____ 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	05/27/2021		P		2,935.995	A	\$ 17.03	2,935.995	D	
Common Stock	05/28/2021		P		4,635	A	\$ 17.27 (1)	7,570.995	D	

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

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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	(A)	(D)	Date Exercisable	Expiration Date					
Common Stock Purchase Warrants	\$ 11.50	05/27/2021	05/27/2021	P		6,302.589		05/27/2021	03/17/2026	Common Stock	\$ 7.24 (2)	6,302.589	D	
Common Stock Purchase Warrants	\$ 11.50	05/28/2021	05/28/2021	P		2,475		05/28/2021	03/17/2026	Common Stock	\$ 7.26 (3)	8,777.589	D	

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			Chief Financial Officer	

Signatures

/s/ Brad S. Kalter, as Attorney-in-Fact	06/01/2021
<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).

The reported price in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$17.09 to \$17.45 per share. The Reporting Person (1) undertakes to provide to the Issuer, any security holder of the Issuer, or to the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

The reported price in Column 4 is a weighted average price. These warrants were purchased in multiple transactions at prices ranging from \$7.20 to \$7.51 per warrant. The Reporting Person (2) undertakes to provide to the Issuer, any security holder of the Issuer, or to the staff of the Securities and Exchange Commission, upon request, full information regarding the number of warrants purchased at each separate price within the range set forth in this footnote.

The reported price in Column 4 is a weighted average price. These warrants were purchased in multiple transactions at prices ranging from \$7.20 to \$7.39 per warrant. The Reporting Person (3) undertakes to provide to the Issuer, any security holder of the Issuer, or to the staff of the Securities and Exchange Commission, upon request, full information regarding the number of warrants purchased at each separate price within the range set forth in this footnote.

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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