FORM 4	4
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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).

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

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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 Re Musa Fernando	2. Issuer Na PureCycle			C	•	ol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (1 C/O PURECYCLE TI INC., 5950 HAZELTI DRIVE, SUITE 650	3. Date of Ear 05/11/2022		actio	on (Month/	Day/Y	ear)	Officer (give title below	r)Ot	her (specify below)			
رہ ORLANDO, FL 3282	4. If Amendm	nent, Date (Drigi	nal Filed(M	lonth/Da	y/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person					
(City) (State) (Zip)		Table I	- Nor	n-Derivati	ve Sec	urities	uired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if	Code	on	(D) Fol (Instr. 3, 4 and 5) Tra			Benef Follov Trans	ficially Owned wing Reported action(s)	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V		Amount	(A) or (D)	Price	(Instr. 3 and 4)		or Indirect (I) (Instr. 4)		
Common Stock	05/11/2022		А		13,447 (<u>1</u>)	А	\$ 0	26,0	81	D		
Common Stock								10,0	00	Ι	By FCRB INVESTMENTS LIMITED ⁽²⁾	

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 unlighted by the security of the security

Persons who respond to the collection of information SEC 1474 (9-02) contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.		5.		6. Date Exer	cisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	ion	Numl	ber	and Expirati	on Date	Amou	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Deriv	ative			Secur	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Secur				(Instr	. 3 and		Owned	Security:	(Instr. 4)
	Security					Acqu	ired			4)			0	Direct (D)	
						(A) o							1	or Indirect	
						Dispo							Transaction(s)	· · /	
						of (D	·						(Instr. 4)	(Instr. 4)	
					(Instr. 3,		· · · ·								
					4, and 5)										
											Amount				
								Date	Expiration		or				
								Exercisable	*	Title	Number				
								Excicisable	Date		of				
				Code	V	(A)	(D)				Shares				

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Musa Fernando C/O PURECYCLE TECHNOLOGIES, INC. 5950 HAZELTINE NATIONAL DRIVE, SUITE 650 ORLANDO, FL 32822	Х						

Signatures

**Signature of Reporting Person

05/12/2022

Date

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 restricted stock units were granted as part of the Company's 2021 long-term incentive plan and will vest on the earlier of (a) the one-year anniversary of the date of grant and (b) the date of the Company's regular annual meeting of stockholders which occurs in the calendar year following the calendar year in which the date of grant occurs.
- (2) Owned in joint tenancy with the Reporting Person's spouse

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

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