

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

OMB APPROVAL	
OMB Number:	3235-0104
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1. Name and Address of Reporting Person* <u>Nouri Alaleh</u> (Last) (First) (Middle) C/O PROCEPT BIROBOTICS CORPORATION 900 ISLAND DRIVE (Street) REDWOOD CITY CA 94065 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 09/14/2021	3. Issuer Name and Ticker or Trading Symbol <u>PROCEPT BioRobotics Corp [PRCT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ SVP, GEN COUNSEL, CORP. SEC.	5. If Amendment, Date of 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	43,064	D	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Option (Right to Buy)	(1)	09/28/2028	Common Stock 87,575	4.5125	D	
Stock Option (Right to Buy)	(2)	12/12/2029	Common Stock 12,230	4.56	D	
Stock Option (Right to Buy)	(3)	08/10/2030	Common Stock 16,160	5.1775	D	
Stock Option (Right to Buy)	(4)	06/22/2031	Common Stock 16,232	7.2675	D	

Explanation of Responses:

- The Stock option was granted on September 28, 2018 and vests each monthly anniversary of July 9, 2018, the vesting commencement date, over a four year period, subject continued employment or service to the Issuer through the applicable vesting date.
- The Stock option was granted on December 12, 2019 and vests on each monthly anniversary of the grant date over a four year period, subject continued employment or service to the Issuer through the applicable vesting date.
- The Stock option was granted on August 10, 2020 and vests 12.5% on the six month anniversary of August 1, 2020 and the remainder on each monthly anniversary over a three and a half year period, subject continued employment or service to the Issuer through the applicable vesting date.
- The Stock option was granted on June 22, 2021 and vests 25% on the six month anniversary of June 22, 2021 and the remainder vests on each monthly anniversary over a four year period, subject continued employment or service to the Issuer through the applicable vesting date.

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

/s/ Alaleh Nouri

** Signature of Reporting Person

09/14/2021

Date

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

* 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).

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

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 Number.

POWER OF ATTORNEY

With respect to holdings of and transactions in securities issued by Procept Biorobotics Corporation (the "Company"), the undersigned hereby:

1. prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the United States Securities and Exchange Commission
2. execute for and on behalf of the undersigned, Forms 3, 4, and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as
3. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such
4. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assured. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the Company. IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 4th day of June, 2021.

By: /s/ Alaleh Nouri

Name: Alaleh Nouri

Schedule A

Individuals Appointed as Attorney-in-Fact with Full Power of Substitution and Resubstitution

1. Kevin Waters
2. Jonathan Stone