

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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 Reporting Person* <u>Nouri Alaleh</u> (Last) (First) (Middle) C/O PROCEPT BIROBOTICS CORPORATION 150 BAYTECH DRIVE (Street) SAN JOSE CA 95134 (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) EVP, CLO, CORP. SEC.	5. If Amendment, Date of Original Filed (Month/Day/Year) 09/14/2021
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	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	(1)	09/27/2028	Common Stock	101,574 ⁽²⁾	4.52	D	
Stock Option (Right to Buy)	(3)	12/12/2029	Common Stock	44,697 ⁽²⁾	4.56	D	
Stock Option (Right to Buy)	(4)	08/10/2030	Common Stock	40,125 ⁽²⁾	5.1775	D	
Stock Option (Right to Buy)	(5)	06/22/2031	Common Stock	57,894 ⁽²⁾	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 original Form 3 inadvertently reported a lower number of shares underlying each of the reported options, which have been corrected in this amended report. These incorrect share amounts were also reported in three Forms 4 filed by the reporting person after her original Form 3 was filed.
- 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:

/s/ Jonathan Stone,
Attorney-in-Fact for
Alaleh Nouri

12/08/2023

** Signature of Reporting Person

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.