SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20049 OMB A													APPROV	AL			
Section obligat	Check this box if no longer subject to Socion 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP 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>Mosher Dan</u>					2. Issuer Name and Ticker or Trading Symbol <u>Presto Automation Inc.</u> [PRST]							lationship of ck all applica Director Officer (d	ble)	g Perso	n(s) to Issue 10% Ow Other (sp	Owner	
(Last) (First) (Middle) 985 INDUSTRIAL ROAD, SUITE 205					3. Date of Earliest Transaction (Month/Day/Year) 09/21/2022							X Since (yee the below) below) Chief Revenue Officer					
(Street) SAN CA	RLOS C	A	94070		4. If Amendment, Date of Original Filed (Month/Day/Year) 09/23/2022						Line)	dividual or Joint/Group Filing (Check Applicable) X Form filed by One Reporting Person Form filed by More than One Reporting Persor					
(City)	(5	State)	(Zip)		Form filed b									by More than One Reporting Person			
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
1. Title of Security (Instr. 3) 2. Trans. Date (Month/L				ate	action 2A. Deemed Execution Date, if any (Month/Day/Yea			, Transaction Disposed Code (Instr.		ities Acquired (A) or d Of (D) (Instr. 3, 4 and 5)		5. Amount Securities Beneficiall Owned Fol Reported	y	Form:	Direct I Indirect E str. 4) C	7. Nature of ndirect Beneficial Dwnership Instr. 4)	
								Code V	Amount	(A) ((D)	Price	Transactio (Instr. 3 an				11501. 4)	
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. Transactio Code (Instr 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Securities Underlying Derivative Security (Instr. 3 and 4)			9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s	ve es ially ng d	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)				
Earn-Out Shares	(1)(2)	09/21/2022		A ⁽¹⁾		153,019 ⁽³⁾		(2)	09/21/2027	Common Stock	153,019 ⁽³⁾	(1)	153,03	19 ⁽³⁾	D		
Explanatio	n of Respons	es:															

1. Reflects securities acquired pursuant to the terms of the Agreement and Plan of Merger, dated as of November 10, 2021, as amended (the "Merger Agreement"), entered into by and among Ventoux CCM Acquisition Corp., which subsequently changed its name to "Presto Automation Inc.", the "Issuer"), Ventoux Merger Sub I Inc. and Ventoux Merger Sub II LLC, each a wholly owned subsidiary of Ventoux CCM Acquisition Corp., and E La Carte, Inc. ("Old Presto"), pursuant to which the Issuer acquired Old Presto (the "Business Combination"). Pursuant to the terms of the Merger Agreement, each share of Old Presto common stock outstanding and each Old Presto option outstanding immediately prior to the closing of the Business Combination was entitled to receive 0.8099224419 shares of Issuer common stock or option, respectively, and certain earnout shares ("Earn-out Shares"). The Business Combination closed on September 21, 2022 (the "Closing Date").

2. Upon consummation of the Business Combination, the Reporting Person received the right to acquire shares of the Issuer's common stock as follows: one-half of the Earn-Out Shares will be issued to the Reporting Person if the volume weighted average price ("VWAP") of the Issuer common stock equals or exceeds \$12.50 over 20 trading days within any 30 trading day period on or before the third anniversary of the Closing Date, and one-half will be issued to the Reporting Person if the VWAP of the Issuer common stock equals or exceeds \$15.00 over 20 trading days within any 30 trading day period on or before the fifth anniversary of the Closing Date.

3. On September 23, 2022, a Form 4 was filed that inadvertently reported that 266,822 Earn-Out Shares were acquired. This amendment to Form 4 is being filed to report the correct number of Earn-Out Shares.

/s/ Stephen Perry, as attorney-in-09/30/2022

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** 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 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).

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.