

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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>Healey William Robert</u> (Last) (First) (Middle) 985 INDUSTRIAL ROAD, SUITE 205 (Street) SAN CARLOS CA 94070 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Presto Automation Inc. [PRST]</u>	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) <u>CHIEF TECHNOLOGY OFFICER</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/25/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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, \$0.0001 par value ("Common Stock")	04/25/2024		A		100,000 ⁽¹⁾	A	\$0	172,246	D	
Common Stock	05/23/2024		S		20,553 ⁽²⁾	D	\$0.176 ⁽³⁾	151,693	D	

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Represents shares of Common Stock underlying restricted stock units ("RSUs") granted to the reporting person on April 25, 2024 (the "Grant Date") pursuant to the Issuer's 2022 Incentive Award Plan. The RSUs vested 50 percent on the Grant Date and the remaining 50 percent will vest on October 1, 2024, subject to the reporting person's continued employment. Each RSU represents the right to receive one share of Common Stock upon vesting.
- The shares reported as disposed herein were granted as RSUs. The disposition of shares is associated with tax obligations of the reporting person associated with the vesting of RSUs.
- The price reported reflects the weighted average sales price. These shares were sold in multiple transactions at prices ranging from \$0.171 to \$0.180, inclusive. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or any security holder of the issuer full information regarding the number of shares at each separate price within the range set forth in this footnote.

/s/ Susan Shinoff, Attorney-in-Fact 05/29/2024

** 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.