

OMB APPROVAL	
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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person * <u>DIXON DONALD R</u> (Last) (First) (Middle) <u>C/O AMPRIUS TECHNOLOGIES, INC.,</u> <u>1180 PAGE AVENUE</u> (Street) <u>FREMONT CA 94538</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Amprius Technologies, Inc. [AMPX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/14/2022</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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock							100,000	I	See Footnote ⁽¹⁾	
Common Stock							96,267	I	See Footnotes ⁽²⁾⁽³⁾	
Common Stock							3,733	I	See Footnotes ⁽³⁾⁽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. 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						Title
Stock Option (right to buy)	\$2.61	09/14/2022		A		270,251		(5)	04/13/2032	Common Stock	270,251	(6)	270,251	D	

Explanation of Responses:

- The shares are held directly by The Dixon Revocable Trust, for which the Reporting Person and his spouse are co-trustees.
- The shares are held directly by Trident Capital Fund-VI, L.P.
- Trident Capital Management VI, L.L.C. ("TCM VI") is the sole general partner of Trident Capital Fund VI, L.P. ("Trident Fund VI") and the sole managing member of Trident Capital Fund - VI Principals Fund, L.L.C. ("Trident Principals VI"). The Reporting Person is a managing member of TCM VI and, as such, may be deemed to have shared voting and dispositive power with respect to the Issuer's securities held of record by each of Trident Fund VI and Trident Principals VI. The Reporting Person disclaims beneficial ownership of the securities reported herein, except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of the shares for purposes of Section 16 or for any other purpose.
- The securities are held directly by Trident Principals VI.
- 1/48 of the total number of shares issuable upon exercise of the option vested on February 1, 2022, and 1/48 of the total number of shares issuable upon exercise of the option vest monthly thereafter until fully vested on January 1, 2026.
- On September 14, 2022, the Issuer completed a business combination (the "Business Combination") pursuant to the Business Combination Agreement, by and among the Issuer, a wholly owned subsidiary of the Issuer, and Amprius Technologies Operating, Inc. ("Legacy Amprius") At the effective time of the Business Combination (the "Effective Time"), each Legacy Amprius option was converted into an option to purchase a number of shares of Common Stock of the Issuer equal to the product (rounded down to the nearest whole number) of (i) the number of shares of Legacy Amprius common stock subject to the Legacy Amprius option immediately prior to the Effective Time multiplied by (ii) an exchange ratio of approximately 1.45590, at an exercise price per share (rounded up to the nearest whole cent) equal to (A) the exercise price per share of such Legacy Amprius option immediately prior to the Effective Time divided by (B) the Exchange Ratio.

Remarks:

/s/ Sandra Wallach, attorney-in-
fact on behalf of Donald R. Dixon 09/16/2022

** 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.