

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>MedTech Acquisition Sponsor LLC</u> _____ (Last) (First) (Middle) 600 FIFTH AVENUE, 22ND FLOOR _____ (Street) NEW YORK NY 10022 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MedTech Acquisition Corp [MTAC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/26/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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			
Class A Common Stock	06/26/2023		C		6,249,999 ⁽¹⁾	A	(1)	6,249,999	D ⁽²⁾	

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					
Class B Common Stock	(1)	06/26/2023		C ⁽¹⁾			6,249,999	(1)	(1)	Class A Common Stock	6,249,999	(1)	1	D ⁽²⁾

1. Name and Address of Reporting Person*
MedTech Acquisition Sponsor LLC

 (Last) (First) (Middle)
 600 FIFTH AVENUE, 22ND FLOOR

 (Street)
 NEW YORK NY 10022

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Dewey Christopher C

 (Last) (First) (Middle)
 C/O MEDTECH ACQUISITION CORPORATION
 48 MAPLE AVENUE

 (Street)
 GREENWICH CT 06830

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
MATLIN DAVID J

 (Last) (First) (Middle)
 C/O MEDTECH ACQUISITION CORPORATION
 48 MAPLE AVENUE

 (Street)
 GREENWICH CT 06830

 (City) (State) (Zip)

(City)

(State)

(Zip)

Explanation of Responses:

1. The shares of Class B common stock, par value \$0.0001 per share ("Class B Common Stock"), of the issuer are convertible into an equal number of shares of Class A common stock, par value \$0.0001 per share ("Class A Common Stock"), of the issuer. On June 26, 2023, MedTech Acquisition Sponsor LLC (the "Sponsor") elected to convert 6,249,999 shares of their Class B Common Stock into an equal number of Class A Common Stock.

2. The Sponsor is the record holder of the securities reported herein. Christopher C. Dewey and David J. Matlin are managing members of the Sponsor. By virtue of this relationship, each of these individuals may be deemed to share beneficial ownership of the securities held of record by the Sponsor. Each of them disclaims any such beneficial ownership except to the extent of their pecuniary interest therein.

MedTech Acquisition Sponsor

LLC By: /s/ Christopher C. Dewey, Managing Member 06/27/2023

/s/ Christopher C. Dewey

06/27/2023

/s/ David J. Matlin

06/27/2023

** 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 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.