FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
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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).

## 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*  Mayrhofer Chris			2. Issuer Name and Ticker or Trading Symbol Reynolds Consumer Products Inc. [ REYN ]										all applic Directo	cable)	g Per	son(s) to Iss 10% O Other (s	wner		
(Last) (First) (Middle) C/O REYNOLDS CONSUMER PRODUCTS INC. 1900 W. FIELD COURT				3. Date of Earliest Transaction (Month/Day/Year) 02/01/2021								Λ	below)			below)			
(Street) LAKE F	OREST IL		50045 Zip)		4. If <i>i</i>	Amei	ndment,	Date (	of Original F	iled	(Month/D	ay/Year)		Indiv ne) X	Form f	iled by One	Repo	g (Check Ap orting Perso n One Repo	n
		Tabl	e I - Non-	-Deriva	ative	Sec	curities	s Ac	quired, I	Disp	osed o	of, or Be	nefici	ally	Owned	k			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)			Execution Date,		3. Transaction Code (Instr. 8)  4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			red (A) or str. 3, 4 a	4 and Securitie Benefici		es ally Following	Form (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
						Code	v	Amount	(A) o (D)	Price	,	Transact (Instr. 3	ction(s)			(			
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 (Instr. 3)  Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date Execution Date, if any (Month/Day/Year)				Date, T	4. Transaction Code (Instr. 8)		n of E		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		De Se (Ir	Price of erivative ecurity estr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amoun or Numbe of Shares						
Restricted Stock Units	(1)	02/01/2021			A		3,388		(2)		(2)	Common Stock	3,388		\$0.00	3,388		D	

## **Explanation of Responses:**

- 1. Each restricted stock unit ("RSU") represents a contingent right to receive one share of Reynolds Consumer Products Inc. common stock.
- 2. The RSUs vest as follows: one-third of the RSUs vest on each of the first three anniversaries of the date of grant.

## Remarks:

/s/ C. David Watson, Attorneyin-Fact for Chris Mayrhofer 02/03/2021

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.