

**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>Miller Valerie Elizabeth</u>  (Last) (First) (Middle) C/O REYNOLDS CONSUMER PRODUCTS INC. 1900 W. FIELD COURT  (Street) LAKE FOREST IL 60045  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Reynolds Consumer Products Inc. [ REYN ]</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)  EVP-HR
	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2024	
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			
Common Stock	02/01/2024		M		910	A	\$0	3,247	D	
Common Stock	02/01/2024		F		281 <sup>(1)</sup>	D	\$27.17	2,966	D	
Common Stock	02/01/2024		M		1,580	A	\$0	4,546	D	
Common Stock	02/01/2024		F		522 <sup>(1)</sup>	D	\$27.17	4,024	D	
Common Stock	02/01/2024		M		1,741	A	\$0	5,765	D	
Common Stock	02/01/2024		F		612 <sup>(1)</sup>	D	\$27.17	5,153	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						Title
Restricted Stock Units	(2)	02/01/2024		A		7,862		(3)	(3)	Common Stock	7,862	\$0	7,862	D	
Restricted Stock Units	(2)	02/01/2024		M		910		(4)	(4)	Common Stock	910	\$0	0	D	
Restricted Stock Units	(2)	02/01/2024		M		1,580		(5)	(5)	Common Stock	1,580	\$0	1,579	D	
Restricted Stock Units	(2)	02/01/2024		M		1,741		(6)	(6)	Common Stock	1,741	\$0	3,482	D	

**Explanation of Responses:**

- Represents shares withheld by Reynolds Consumer Products Inc. (the "Company") to satisfy tax withholding obligations on the vesting of restricted stock units ("RSUs").
- Each RSU represents a contingent right to receive one share of the Company's common stock.
- RSUs vest as follows: one-third of the RSUs vest on each of the first three anniversaries of the date of grant.
- The RSUs vested on February 1, 2024.
- The RSUs vest as follows: 1,580 RSUs vested on February 1, 2024; and the remaining 1,579 RSUs vest on February 1, 2025.
- One-third of these RSUs vested on February 1, 2024, and the remaining RSUs vest equally on February 1, 2025 and February 1, 2026.

**Remarks:**

/s/ C. David Watson, Attorney-in-Fact for Valerie E. Miller 02/05/2024

\*\* 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.