FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Machinatan	D C	20540
Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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hours per response:	0.5							

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

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Name and Address of Reporting Person*     Buckner Judith K.							r Name <b>a</b> olds Co				Symbol cts Inc.		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last)	,	irst)	(Middle)		Date 2/01/2		t Transa	action (M	onth/l	Day/Year)		below)	Officer (give title below)  President, Reyno		Other (s below) Cook&Ba	, ,		
1900 W. FIELD COURT				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Appl Line)													
(Street)	OREST II		60045			X Form filed by One Reporting Person Form filed by More than One Report Person												
(City)	(8	State)	(Zip)		R	lule	10b5-	1(c)	Trans	act	ion Indi	cation	,					
						Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.									to satisfy			
		Та	ble I - No	n-Der	ivativ	ve S	ecuritie	s Acc	quired,	Dis	posed of	f, or Ber	eficially	y 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) Disposed Of (D) (Instr. 3, 4		d (A) or : 3, 4 and 5	Beneficia Owned F	s illy ollowing	Form (D) or	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
								Code	v	Amount	(A) or (D)	Price	Reported Transacti (Instr. 3 a	ion(s)			(Instr. 4)	
Common	Common Stock			02/0	01/2024				М		2,758	A	\$0	17,	035		D	
Common	Common Stock		02/0	02/01/2024				F		771(1)	D	\$27.17	7 16,	16,264		D		
Common	Common Stock		02/0	02/01/2024				М		3,554 A		\$0	19,	19,818		D		
Common	Common Stock		02/01/2024				F		944(1)	D	\$27.17	7 18,	18,874		D			
Common Stock			02/0	02/01/2024				M		3,964	A	\$0	22,838			D		
Common Stock		02/0	01/2024				F		1,066(1	) D	\$27.17	21,772			D			
			Table II -								osed of, convertib			Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date,	4. Transa Code ( 8)				6. Date Exerc Expiration Da (Month/Day/Y		te	7. Title an of Securit Underlyin Derivative (Instr. 3 a	g Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactio	e s ully g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)
			Code V (A) (D) Exerci		Date Exercis	able	Expiration Date	Amount or Number of Shares		(Instr. 4		on(s)						
Restricted Stock Units	(2)	02/01/2024			A		13,631		(3)		(3)	Common Stock	13,631	\$0	13,63	1	D	
Restricted Stock Units	(2)	02/01/2024			М			2,758	(4)		(4)	Common Stock	2,758	\$0	0		D	
Restricted Stock Units	(2)	02/01/2024			M			3,554	(5)		(5)	Common Stock	3,554	\$0	3,554	1	D	
Restricted Stock	(2)	02/01/2024			M			3,964	(6)		(6)	Common	3,964	\$0	7,928	3	D	

## **Explanation of Responses:**

- 1. Represents shares withheld by Reynolds Consumer Products Inc. (the "Company") to satisfy tax withholding obligations on the vesting of restricted stock units ("RSUs").
- 2. Each RSU represents a contingent right to receive one share of the Company's common stock.
- 3. RSUs vest as follows: one-third of the RSUs vest on each of the first three anniversaries of the date of grant.
- 4 The RSUs vested on February 1 2024
- 5. The RSUs vest as follows: 3,554 RSUs vested on February 1, 2024; and the remaining 3,554 RSUs vest on February 1, 2025.
- $6.\ One-third\ of\ these\ RSUs\ vested\ on\ February\ 1,\ 2024,\ and\ the\ remaining\ RSUs\ vest\ equally\ on\ February\ 1,\ 2025\ and\ February\ 1,\ 2026.$

## Remarks:

/s/ C. David Watson, Attorneyin-Fact for Judith K. Buckner

02/05/2024

\*\* 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.

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