FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APP	ROVAL
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١	Section 16. Form 4 or Form 5
ı	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>Buckner Judith K.</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol Reynolds Consumer Products Inc. [ REYN ]									k all appli Directo	cable)	g Per	son(s) to Iss 10% Ov Other (s	vner	
(Last) (First) (Middle) C/O REYNOLDS CONSUMER PRODUCTS INC. 1900 W. FIELD COURT					02/	3. Date of Earliest Transaction (Month/Day/Year) 02/04/2020									below)	sident, Pr		Products		
(Street) LAKE FOREST IL 60045  (City) (State) (Zip)					.   4. II	4. If Amendment, Date of Original Filed (Month/Day/Year)								ine) X	·					
		Tab	le I - Non	-Deriv	ative	Sec	curities	s Ac	quired, D	isp	osed c	of, or Be	nefici	ally	Owned	l				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da					action	ar) i	2A. Deem Execution f any (Month/Da	ed Date	3. Transact Code (Ins	3. 4. Securities Acquired (ADIS) Disposed Of (D) (Instr. 3 Code (Instr. 5)		ed (A) o	r	5. Amou Securition Benefici	5. Amount of Securities Beneficially Owned Following		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	,	Amount	(A) o	Pric	е	Transac (Instr. 3	tion(s)			(Instr. 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		3A. Deemed Execution D if any (Month/Day/	Date,	4. Transa Code (1 8)		of		6. Date Exer Expiration D (Month/Day/	ate		e and 7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		De Se (Ir	. Price of erivative ecurity nstr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly C	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				-	Code	v	(A)		Date Exercisable	Ex <sub> </sub>	xpiration ate	Title	Amour or Numbe of Shares	r						
Restricted Stock Units	(1)	02/04/2020			A		6,635		(2)		(2)	Common Stock	6,635	5	\$0.00	6,635		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: 2,211 of the RSUs vest on February 4, 2021; 2,211 of the RSUs vest on February 4, 2022; and 2,212 of the RSUs vest on February 4, 2023.

## Remarks:

<u>Tracy L. Whitman, Attorney-in-Fact for Judith K. Buckner</u>

02/04/2020

\*\* 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.

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