

☐ 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* <u>Cook Stephen M.</u> (Last) (First) (Middle) <u>C/O RESERVOIR MEDIA, INC.</u> <u>200 VARICK STREET, SUITE 801A</u> (Street) <u>NEW YORK</u> <u>NY</u> <u>10014</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Reservoir Media, Inc. [RSVR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/17/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person Form filed by More than One Reporting Person
	Rule 10b5-1(c) Transaction Indication ☐ 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, \$0.0001 par value	08/17/2023		A ⁽¹⁾		14,953	A	\$0.00	916,777	D	
Common stock, \$0.0001 par value	08/17/2023		A ⁽²⁾		934 ⁽³⁾	A	\$5.35	917,711	D	
Common stock, \$0.0001 par value								226,089	I	Owned by BTCSJC Music LLC

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		Date Exercisable	Expiration Date					

Explanation of Responses:

1. Represents Restricted Stock Units ("RSUs") awarded under the Reservoir Media, Inc. 2021 Omnibus Incentive Plan (the "Plan"). Each RSU represents a contingent right to receive one share of common stock, \$0.0001 par value per share (the "Common Stock"), of Reservoir Media, Inc. (the "Issuer"). The RSUs will vest on July 28, 2024, subject to Reporting Person's continued service on the board of directors (the "Board") of the Issuer on such date.
2. Represents Deferred Stock Units ("DSUs") awarded under the Plan. Each DSU is the economic equivalent of one share of Common Stock. The Reporting Person acquired these DSUs in connection with the Reporting Person's quarterly compensation for service as a non-employee director of the Issuer. The Reporting Person elected to receive payment of their quarterly compensation in DSUs in lieu of cash. This issuance of DSUs will be settled in shares of Common Stock on July 29, 2024 (the "Settlement Date").
3. The number of DSUs received was calculated based on \$5.35, which was the closing price of the Issuer's Common Stock on the date of grant.

Remarks:

/s/ James A. Heindlmeyer, as
attorney-in-fact for Stephen 08/21/2023
M. Cook

** 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.