FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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k this box	if no longe	r subjec
ection 16. F	orm 4 or F	orm 5
ations may	continue.	See

Common stock, \$0.0001 par value

Common stock, \$0.0001 par value

06/29/2022

OMB APPROVAL				
OMB Number: 3235-0362				
Estimated average burden				
hours per response: 1.0				

D(3)(4)(5)

See

Footnote⁽⁶⁾

13,604,733

15,685

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
\Box	Form 3 Holdings Reported.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

X Form 4 Transac	tions Reported.	File	or Section 30(h		tment Company A					
1. Name and Addre	ss of Reporting Perso	n [*]			r Trading Symbol IC. [RSVR]			Relationship of Report eck all applicable) Director	• • • • • • • • • • • • • • • • • • • •	to Issuer % Owner
	(First) ID HILL INVEST		3. Statement for 03/31/2023	or Issuer's Fisc	cal Year Ended (M	lonth/Da	y/Year)	Officer (give titl below)		her (specify low)
(Street) NEW YORK	NY	10016	4. If Amendmen	nt, Date of Ori	ginal Filed (Month	n/Day/Ye	Line	ndividual or Joint/Gro e) Form filed by C X Person	One Reporting	Person
(City)	(State)	(Zip)								
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
Date Execution Date, (Month/Day/Year) if any Code (Instr.		4. Securities Acq Of (D) (Instr. 3, 4	Acquired (A) or Dispo 3, 4 and 5)		5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct	7. Nature of Indirect Beneficial			
			(Month/Day/Year)	8)	Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	Ownership (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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)			of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date Amount of		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)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

J4⁽¹⁾

11,940(2)

\$6.7

<u> </u>					
Name and Address of Reporting Person*					
ER Reservoir	<u>LLC</u>				
(Last)	(First)	(Middle)			
C/O RICHMONI	HILL INVESTME	NT CO., LP			
381 PARK AVEN	IUE SOUTH, SUITE	E 1101			
(Street)					
NEW YORK	NY	10016			
(City)	(State)	(Zip)			
1. Name and Address	of Reporting Person*				
Richmond Hill Investments, LLC					
(Last)	(First)	(Middle)			
C/O RICHMOND HILL INVESTMENT CO., LP					
381 PARK AVEN	IUE SOUTH, SUITE	E 1101			
(Street)					
NEW YORK	NY	10016			
(City)	(State)	(Zip)			
1. Name and Address of Reporting Person*					
Richmond Hill Investment Co., LP					

(Last)	(First)	(Middle)			
381 PARK AVEN	UE SOUTH, SUITE	1101			
(Street) NEW YORK	NV	10016			
	111				
(City)	(State)	(Zip)			
1. Name and Address	, ,				
Richmond Hill	Capital Manage	ment, LLC			
(Last)	(First)	(Middle)			
C/O RICHMOND	HILL INVESTMEN	NT CO., LP			
381 PARK AVEN	UE SOUTH, SUITE	1101			
(Street)					
NEW YORK	NY	10016			
(City)	(State)	(Zip)			
Name and Address	of Reporting Person*				
	<u>ΓΥ HOLDINGS,</u>	LLC			
(Last)	(First)	(Middle)			
	HILL INVESTMEN				
	UE SOUTH, SUITE				
——————————————————————————————————————					
(Street) NEW YORK	NY	10016			
(City)	(State)	(Zip)			
Name and Address of Reporting Person*					
<u>Taylor Ryan P.</u>					
(Last)	(First)	(Middle)			
C/O RICHMOND	HILL INVESTMEN	NT CO., LP			
381 PARK AVEN	UE SOUTH, SUITE	1101			
(Street)					
NEW YORK	NY	10016			
(City)	(State)	(Zip)			
Name and Address					
LIU JOHN D	, . 3				
(Last)	(First)	(Middle)			
C/O RICHMOND	HILL INVESTMEN	NT CO., LP			
381 PARK AVEN	UE SOUTH, SUITE	1101			
(Street)					
NEW YORK	NY	10016			
(City)	(State)	(Zip)			

Explanation of Responses:

- 1. The shares being reported on this Form 5 represent Restricted Stock Units ("RSUs") awarded under the Reservoir Media, Inc. 2021 Omnibus Incentive Plan (the "Plan") to Ryan P. Taylor. Each RSU represents the contingent right to receive the equivalent of one share of common stock, \$0.0001 par value per share (the "Common Stock"), of Reservoir Media, Inc. (the "Issuer"). The RSUs were granted on June 29, 2022 in connection with Mr. Taylor's annual compensation for service as a non-employee director ("Grant Date"). The RSUs vested on July 28, 2022 (the "Vesting Date"). Due to his position as the manager of the general partner of a manager of ER Reservoir LLC (the "Fund"), Mr. Taylor directed the Issuer to transfer shares issued upon settlement of the RSUs into the account of the Fund on the applicable Vesting Date.
- 2. The number of RSUs received was calculated based on \$6.70, which was the closing price of the Issuer's Common Stock on the Grant Date.
- 3. The amount of securities shown in this row is owned directly by the Fund. As a manager of the Fund, Richmond Hill Investments, LLC (the "RHI Manager") may be deemed to be a beneficial owner of 9,863,431 of the Issuer's securities held by the Fund. As a manager of the Fund, Richmond Hill Investment Co., LP (the "RHIC Manager") may be deemed to be a beneficial owner of 3,741,302 of the Issuer's securities held by the Fund. As the general partner of the RHIC Manager, Richmond Hill Capital Management, LLC (the "General Partner") may be deemed to be a beneficial owner of 3,741,302 of the Issuer's securities held by the Fund. As the manager of the RHI Manager, Essex Equity Holdings, LLC (the "EEH Manager") may be deemed to be a beneficial owner of 9,863,431 of the Issuer's securities held by the Fund (Continued in footnote 4).
- 4. (Continued from footnote 3) As the manager of the EEH Manager, John D. Liu may be deemed to be a beneficial owner of 9,863,431 of the Issuer's securities held by the Fund. As the manager of the General Partner, Ryan P. Taylor may be deemed to be a beneficial owner of 3,741,302 of the Issuer's securities held by the Fund. Each of the RHI Manager, the RHIC Manager, the General Partner, the EEH Manager, Mr. Liu and Mr. Taylor disclaims any beneficial ownership of any of the Issuer's securities reported herein for purposes of Section 16 of the Exchange Act or otherwise, except to the extent of its or his respective pecuniary interest therein.
- 5. The Reporting Persons listed on this Form 5 may be deemed members of a group holding equity securities of the Issuer. The filing of this Form 5 shall not be deemed to be an admission that the Reporting Persons are members of such group.
- 6. Amount of securities beneficially owned following the reported transaction includes 12,578 shares of Common Stock underlying RSUs awarded under the Plan to Mr. Taylor and 3,107 shares of Common Stock underlying Deferred Stock Units ("DSUs") awarded to Mr. Taylor for service as a non-employee director of the Issuer. Due to his position as the manager of the general partner of a

Remarks:

/s/ Ryan P. Taylor, as Managing Director of ER 05/04/2023 Reservoir LLC /s/ John D. Liu, as Manager of Essex Equity Holdings, LLC, 05/04/2023 the manager of Richmond Hill Investments, LLC /s/ Ryan P. Taylor, as Manager of Richmond Hill Capital Management, LLC, the 05/04/2023 general partner of Richmond Hill Investment Co., LP /s/ Ryan P. Taylor, as Manager of Richmond Hill Capital 05/04/2023 Management, LLC /s/ John D. Liu, as Manager of 05/04/2023 Essex Equity Holdings, LLC /s/ Ryan P. Taylor 05/04/2023 /s/ John D. Liu 05/04/2023 ** Signature of Reporting Person

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.