

# **RIOT PLATFORMS, INC.**

Reported by  
**LES JASON**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 05/30/23 for the Period Ending 05/25/23

Address	3855 AMBROSIA STREET, SUITE 301 CASTLE ROCK, CO, 80109
Telephone	303-794-2000
CIK	0001167419
Symbol	RIOT
SIC Code	6199 - Finance Services
Industry	Financial & Commodity Market Operators
Sector	Financials
Fiscal Year	12/31

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES

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 * <b>Les Jason</b> <div>(Last) (First) (Middle)</div> <b>C/O RIOT PLATFORMS, INC., 3855 AMBROSIA STREET, SUITE 301</b> <div>(Street)</div> <b>CASTLE ROCK, CO 80109</b> <div>(City) (State) (Zip)</div>	2. Issuer Name and Ticker or Trading Symbol <b>Riot Platforms, Inc. [ RIOT ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div>____ Director _____ 10% Owner</div> <div><input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below)</div> <b>CHIEF EXECUTIVE OFFICER</b>
	3. Date of Earliest Transaction (MM/DD/YYYY) <b>5/25/2023</b>	
	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) <div><input checked="" type="checkbox"/> Form filed by One Reporting Person</div> <div>____ Form filed by More than One Reporting Person</div>
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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	5/25/2023		S		50,000	D	\$10.83 (1)	411,794	I	See Footnote (2)
Common Stock	5/25/2023		G	V	5,000 (3)	D	\$0	406,794	I	See Footnote (2)
Common Stock								3,333,435	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (1) These shares of the Issuer's Common Stock were sold in a series of multiple transactions at prices ranging from \$10.79 to \$10.94 per share. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares and prices at which the transaction was effected.
- (2) Shares held of record in trust by Jason M. Les, Trustee of The Jason M. Les Trust, dated March 8, 2021.
- (3) The reported disposition represents a bona fide gift made by the Reporting Person.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Les Jason</b> <b>C/O RIOT PLATFORMS, INC.</b> <b>3855 AMBROSIA STREET, SUITE 301</b> <b>CASTLE ROCK, CO 80109</b>			<b>CHIEF EXECUTIVE OFFICER</b>	

Signatures

/s/ Alexander K. Travis, Attorney-in-Fact for Jason Les

5/30/2023

\*\*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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