FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL									
OMB Number:	3235-0287								
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	Check this box if no longer subject
\Box	to Section 16. Form 4 or Form 5
\cup	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

							-(, -				inpuny Act c			_					
1. Name a	2. Issuer Name and Ticker or Trading Symbol Pactiv Evergreen Inc. [PTVE]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)										
<u>King Michael Jack</u>						racar breigicen me. [11 vb]							X	Direc	ctor 10%		10% Ov	vner	
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year)							X	X Officer (give title below)			Other (s	specify	
C/O PACTIV EVERGREEN INC.						03/02/2023									President and CEO				
1900 W. FIELD COURT						4. If Amendment, Date of Original Filed (Month/Day/Year) 03/06/2023							6. Inc	6. Individual or Joint/Group Filing (Check Applicable					
(Ctt)					05/00	03/00/2023								$\int \mathbf{x}$	X Form filed by One Reporting Person				
(Street) LAKE FOREST IL 60045															One Rep				
(City)	(St	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 - No	n-Derivat	ive S	ecur	ities	Acq	uired,	Dis	posed of	, or	Bene	ficial	ly Owr	ned			
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/				Execut (Year) if any		ution Date,				es Acquired (A Of (D) (Instr. 3,			Securi Benefi Owned Follow	ollowing		Direct et (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code	v	Amount	(A (D) or)	Price		ted action(s) 3 and 4)				
Common Stock 03/02/20						023			F		49,335(1	35 ⁽¹⁾ D		\$11.3	503	503,443(1))	
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)	Execu		4. Transac Code (li 8)	5. Numl of Deriv Secu Acqu (A) or Dispo of (D) (Instr	rative rities ired r osed)	6. Date I Expiration (Month/I	on Da		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and		Di Sc (II	Price of erivative ecurity istr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ow For Dire or I (I) (). wnership orm: irect (D) Indirect (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amo or Num of Shar	ber					

Explanation of Responses:

1. On March 6, 2023, the reporting person filed a Form 4 that inadvertently understated by 4,222 the number of shares withheld to satisfy the reporting person's tax liability in connection with the vesting of restricted stock units, resulting in an equivalent overstatement of the number of shares beneficially owned following such vesting.

Remarks:

/s/ Tyler T. Rosenbaum, Assistant Secretary, by Power 05/22/2023 of Attorney.

** 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.