

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 *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Werner Karl William		RITCHIE BROS AUCTIONEERS INC [RBA]		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Ch. Op. & Supp. Dev. Officer	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
C/O RITCHIE BROS. AUCTIONEERS INC., 9500 GLENLYON PARKWAY		5/29/2020			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
BURNABY, A1 V5J 0C6				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

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 Shares								27896	I	Long-Term Investment Plan
Common Shares								1773 (1)	I	Employee Stock Purchase Plan
Common Shares	5/29/2020		M		6556	A	\$24.07	6556	D	
Common Shares	5/29/2020		M		25263	A	\$32.16	25263	D	
Common Shares	5/29/2020		S		31819	D	\$43.00	0	D	
Common Shares	5/29/2020		M		16752	A	\$32.16	16752	D	
Common Shares	5/29/2020		M		9112	A	\$33.79	9112	D	
Common Shares	5/29/2020		S		25864	D	\$43.15	0	D	

Table II - Derivative Securities 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. 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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$24.07	5/29/2020		M		6556		(2)	3/2/2026	Common Shares	6556	\$0.00	26222	D	
Employee Stock Option (Right to Buy)	\$32.16	5/29/2020		M		25263		(3)	3/2/2027	Common Shares	25263	\$0.00	0	D	
Employee Stock Option (Right to Buy)	\$32.16	5/29/2020		M		16752		(4)	3/1/2028	Common Shares	16752	\$0.00	8375	D	
Employee Stock Option (Right to Buy)	\$33.79	5/29/2020		M		9112		(5)	3/7/2029	Common Shares	9112	\$0.00	18222	D	

Explanation of Responses:

- (1) Includes all Employee Stock Purchase Plan purchases through June 1, 2020.
- (2) The option was granted on March 2, 2016 and vests equally in three equal annual installments beginning March 2, 2017.
- (3) The option was granted on March 2, 2017 and vests equally in three equal annual installments beginning March 2, 2018.
- (4) The option was granted on March 1, 2018 and vests equally in three equal annual installments beginning March 1, 2019.

(5) The option was granted on March 7, 2019 and vests equally in three equal annual installments beginning March 7, 2020.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Werner Karl William C/O RITCHIE BROS. AUCTIONEERS INC. 9500 GLENLYON PARKWAY BURNABY, A1 V5J 0C6			Ch. Op. & Supp. Dev. Officer	

Signatures

/s/ Maria Teresa Punsalan as attorney-in-fact for Karl William Werner.

6/1/2020

**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.

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 control number.