

[] 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) | | | | |
|--|--------------------------------|-------------------|---|-------------------------|--|---|--------------------------|---|--------|---|----------------------|---|--|---|--|---|
| Zimmerman Chi | ristop | her | | | TC BA] | | ROS A | AUCT | ГΙΟ | NEER | S INC [| _X_ Director | | 10% | ó Owner | |
| (Last) | (First) | (Mic | idle) | 3. I | Date | of Earlie | st Trans | action | (MM | /DD/YYYY | 7) | Officer (giv | e title below | ()Oth | er (specify b | elow) |
| C/O RITCHIE B INC., 9500 GLE | | | | | | | 8/1 | 4/202 | 20 | | | | | | | |
| | (Stree | et) | | 4. I | f An | nendmen | t, Date C | Origina | ıl Fil | ed (MM/D | DD/YYYY) | 6. Individual o | or Joint/G | roup Filing | Check Appl | icable Line) |
| BURNABY, A1 (City) | V5J 0 (Stat | |) | | | | | | | | | X _ Form filed by | | ting Person One Reporting P | erson | |
| | | | Table I - N | Non-Der | ivati | ive Secui | rities Ac | equirec | d, D | isposed (| of, or Bene | eficially Owne | ed | | | |
| 1.Title of Security (Instr. 3) | | | 2. Tr | | Execu | | . Trans. Co Instr. 8) | 0 (1 | or Dis | posed of (D 3, 4 and 5) (A) or | Pol (In: | Amount of Securiti lowing Reported T str. 3 and 4) | | | Form: Direct (D) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | Tabl | le II - Der | ivative Sec | curities | Bene | eficially (| Owned (| (<i>e.g.</i> , p | uts, | calls, wa | arrants, o | ptions, conver | tible secu | ırities) | | |
| 1. Title of Derivate Security (Instr. 3) Conver Price o Deriva Securit | rsion I rcise of tive | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. (Instr. 8) | Code | 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 A Securities Un Derivative So (Instr. 3 and | nderlying ecurity | | 9. Number of derivative Securities Beneficially Owned Following | Ownership Form of Derivative Security: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | V | (A) | (D) | Date Exercisa | | Expiration Date | Title | Amount or Number of Shares | | Reported Transaction(s) (Instr. 4) | or Indirect (I) (Instr. 4) | |
| Deferred Share Units | 1) | 8/14/2020 | | A | | 488 | | <u>(2)</u> | ! | <u>(2)</u> | Common Shares | 488 | \$0.00 | 21412 | D | |

Explanation of Responses:

- (1) Each Deferred Share Unit ("DSU") represents the economic equivalent of one RBA common share.
- (2) Following the reporting person ceasing to hold any position as a director of RBA or any of its subsidiaries and not otherwise being employed by RBA or any of its subsidiaries ("Termination"), a lump sum cash payment will be made by RBA to the reporting person, net of tax withholding, calculated by multiplying the number of DSUs by the fair market value of one RBA common share as of (i) the 24th business day after the first publication by or on behalf of RBA of interim financial statements and MD&A for the fiscal quarter of the corporation following such Termination or (ii) where the Termination occurs in RBA's fourth fiscal quarter, the 24th business day (or such fewer number of business days as may be determined by the Committee) after the first publication by or on behalf of RBA of annual financial statements and MD&As for such fiscal year of RBA.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| Zimmerman Christopher C/O RITCHIE BROS. AUCTIONEERS INC. 9500 GLENLYON PARKWAY BURNABY, A1 V5J 0C6 | X | | | | | | |

Signatures

/s/ Maria Teresa Punsalan as attorney-in-fact for Christopher Zimmerman.

8/17/2020

**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.