

FORM 4

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

OMB APPROVAL
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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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Harris Chad Everett (Last) (First) (Middle) C/O RIOT BLOCKCHAIN, INC., 3855 AMBROSIA STREET, SUITE 301 (Street) CASTLE ROCK, CO 80109 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Riot Blockchain, Inc. [RIOT] 3. Date of Earliest Transaction (Month/Day/Year) 07/19/2022 4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ EVP, CCO 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	07/19/2022		M		2,488	A	\$ 0 (1)	58,111 (2)	D	
Common Stock	07/19/2022		F		746 (3)	D	\$ 5.57	57,365 (2)	D	
Common Stock	07/19/2022		M		26,000	A	\$ 0 (1)	83,365 (2)	D	
Common Stock	07/19/2022		F		7,800 (3)	D	\$ 5.57	75,565 (2)	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (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				
Restricted Stock Units	\$ 0 (1)	07/19/2022		M		2,488	(4)	(4)	Common Stock	2,488	\$ 0 (1)	26,000 (2)	D	
Restricted Stock Units	\$ 0 (1)	07/19/2022		M		26,000	(5)	(5)	Common Stock	26,000	\$ 0 (1)	0 (2)	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Harris Chad Everett C/O RIOT BLOCKCHAIN, INC. 3855 AMBROSIA STREET, SUITE 301 CASTLE ROCK, CO 80109			EVP, CCO	

Signatures

/s/ Chad Harris	07/21/2022
<small>**Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

* 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).

- Pursuant to the Riot Blockchain Inc. 2019 Equity Incentive Plan, as amended (the "Equity Plan") each service-based restricted stock unit ("RSUs") and each performance-based restricted stock units ("PSUs) represents a contingent right to receive one share of the Issuer's common stock, no par value per share, ("Common Stock") following vesting and settlement by the Issuer. Under the Equity Plan, the Issuer may elect to satisfy any tax withholding obligations due in connection with the conversion of vested RSUs and PSUs via net settlement of the vested award by withholding shares of Common Stock to cover the tax due, as permitted under the Equity Plan and approved by the Issuer's Compensation and Human Resources Committee (the "Committee").
- (1) Represents the total direct and indirect ownership of the indicated security held by the Reporting Person immediately following the reported transaction.
 - (2) Represents net settlement for taxes due in connection with the conversion reported on the foregoing line of this report.
 - (3) The conversion of 2,488 vested RSUs reported in Table II relates to the settlement by the Issuer of the remaining unsettled portion of the 9,949 RSUs granted to the Reporting Person on May 26, 2021, which vested in four quarterly installments after the grant date.
 - (4) The conversion of 26,000 PSUs reported in Table II represents the settling by the Issuer of the vested portion of the PSUs granted to the Reporting Person August 12, 2021 pursuant to the Reporting Person's Award Agreement, which vested upon the Committee's determination that performance criteria corresponding to the PSUs granted to the Reporting Person had been achieved.
 - (5)

Remarks:

The Reporting Person is an Executive Vice President and Chief Commercial Officer of the Issuer and is the Chief Executive Officer of its subsidiary, Whinstone US, Inc.

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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