FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | OMB APPROVAL | | | | | | | | | |
|---|-------------------------|-----------|--|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | | |
| | Estimated average burde | en | | | | | | | | |
| 1 | hours per response: | 0.5 | | | | | | | | |

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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|---|---|--------------------|--|-------------------------|--|---|---|---|---|----------|---|--|--|---|---|---|---|--|
| 1. Name and Address of Reporting Person* <u>Codding Judy Bond</u> | | | | | 2. Issuer Name and Ticker or Trading Symbol READING INTERNATIONAL INC [RDI] | | | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
| (Last) (First) (Middle) 5995 SEPULVEDA BLVD SUITE 300 | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 01/02/2018 | | | | | | | | | Officer below) | er (give title /) | | Other (specify below) | |
| | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | |
| (Street) CULVER CITY CA 90230 | | | | | | | | | | | | Lin | Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | 1 | | | | | |
| | | Ta | ble I - Non | -Deriv | ativ | e Se | curiti | es Ac | quired, | Dis | posed of | f, or Be | neficial | ly Owned | | | | |
| | | | 2. Trans Date (Month/I | nsaction h/Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | , Transaction Dispos Code (Instr. 5) | | Disposed | rities Acquired (A) ed Of (D) (Instr. 3, | | Beneficia Owned F | es ally Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Direct Indirect Estr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | | v | Amount | (A) (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | | 1 | (Instr. 4) | |
| Class A Nonvoting Common Stock 01 | | | | 01/02 | 2/2018 | | М | | 4,383 | 3 A | (1) | 9,4 | 404 | | D | | | |
| | | | Table II - D | | | | | | | | osed of, onvertib | | | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversio or Exercis Price of Derivative Security | e (Month/Day/Year) | 3A. Deemed Execution Date if any (Month/Day/Yea | ate, Ti | 4. Transact Code (In r) 8) | | 5. Nun Deriva Securi Acquii or Dis of (D) 3, 4 an | ities red (A) posed (Instr. | 6. Date Exercisa Expiration Date (Month/Day/Yea | | e Amour ar) Securi Underl | | of es ng re Security | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficially Owned Following Reported | Ownersh Form: Direct (D or Indire (I) (Instr. | Ownership | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | c | ode | v | (A) | (D) | Date Exercisal | | Expiration Date | Title | Amount or Number of Shares | | Transaction(s (Instr. 4) | on(s) | 5) | |
| Restricted Stock Units | (1) | 01/02/2018 | | | M | | | 4,383 | (2) | | (3) | Class A Non- Voting Common Stock | 4,383 | \$0 | 0 | | D | |
| Restricted Stock Units | (1) | 01/02/2018 | | | A | | 4,199 | | (4) | | (3) | Class A Non- Voting Common Stock | 4,199 | \$0 | 4,199 | | D | |
| Stock Options; Right to Buy; Class A Non- Voting | \$10.48 | | | | | | | | 01/15/20 | 16 | 01/14/2021 | Class A Non- Voting Common Stock | 2,000 | | 2,000 ⁽⁵ | 5) | D | |

Explanation of Responses:

- 1. Each Restricted Stock Unit represents the contingent right to receive one share of Class A Non-Voting Common Stock upon vesting of unit.
- 2. The Directors' Restricted Stock Units vest on January 2, 2018 (the first business day of 2018).
- 3. Granted pursuant to the Company's 2010 Stock Incentive Plan.
- $4.\ The\ Directors'\ Restricted\ Stock\ Units\ vest\ on\ January\ 2,\ 2019\ (the\ first\ business\ day\ of\ 2019).$
- 5. In prior filings for the Reporting Person, Column 9 of Table II has included the cumulative total of all the outstanding stock option grants to acquire Class A Non-Voting Common Stock for the Reporting Person. Some of those stock option grants previously included in such total were separate classes of Derivative Securities not required to be reported in connection with the reported transaction. In this report, all of the Reporting Person's stock option grants to acquire Class A Common Stock are reported supplementally in Table II to assist in comparison of prior filings.

/s/ Judy Codding

01/04/2018

** 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.