

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

| OMB APPROVAL                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0287 |
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|  |   |  |
|--|---|--|
| 1. Name and Address of Reporting Person*<br><u>JMG TRITON OFFSHORE FUND LTD</u><br><br>(Last) (First) (Middle)<br><u>CITCO BUILDING, WICKHAMS CAY</u><br><u>P.O. BOX 662</u><br><br>(Street)<br><u>ROAD TOWN, D8</u><br><u>TORTOLA</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>READING INTERNATIONAL INC [ RDIA</u><br><u>RDIB ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below) |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>06/28/2002</u>                                   |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)   |   |  |

**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   |   |  |   |
| Class A Non-Voting Common Stock | 06/28/2002                           |  | P                              |   | 1,000   | A          | \$3.94  | 562,952   | D(1)(2)(3)   |   |
| Class A Non-Voting Common Stock | 09/10/2002                           |  | P                              |   | 18,000  | A          | \$3.02  | 580,952   | D(1)(2)(3)   |   |
| Class A Non-Voting Common Stock | 09/10/2002                           |  | P                              |   | 5,000   | A          | \$3.01  | 585,952   | D(1)(2)(3)   |   |
| Class B Voting Common Stock     | 12/17/2001                           |  | P                              |   | 500   | A          | \$1.695 | 760   | D(1)(2)(3)(4)  |   |
| Class B Voting Common Stock     | 12/17/2001                           |  | P                              |   | 200   | A          | \$1.715 | 960   | D(1)(2)(3)(4)  |   |
| Class B Voting Common Stock     | 02/20/2002                           |  | P                              |   | 200   | A          | \$1.98  | 1,160   | D(1)(2)(3)   |   |
| Class B Voting Common Stock     | 02/26/2002                           |  | P                              |   | 1,500   | A          | \$2.2   | 2,660   | D(1)(2)(3)   |   |
| Class B Voting Common Stock     | 03/25/2002                           |  | P                              |   | 500   | A          | \$2.65  | 3,160   | D(1)(2)(3)   |   |
| Class B Voting Common Stock     | 03/25/2002                           |  | P                              |   | 100   | A          | \$2.55  | 3,260   | D(1)(2)(3)   |   |
| Class B Voting Common Stock     | 11/05/2002                           |  | S                              |   | 600   | D          | \$3.6   | 2,660   | D(1)(2)(3)   |   |
| Class A Common Preference Stock | 06/21/2000                           |  | P                              |   | 500   | A          | \$3.125 | 40,500  | D(1)(2)(3)(5)  |   |
| Class A Common Preference Stock | 12/18/2000                           |  | P                              |   | 44,000  | A          | \$2.25  | 84,500  | D(1)(2)(3)(5)  |   |
| Class A Common Preference Stock | 05/10/2001                           |  | P                              |   | 195,000   | A          | \$1.46  | 279,500   | D(1)(2)(3)(5)  |   |
| Class A Common Preference Stock | 05/10/2001                           |  | P                              |   | 5,000   | A          | \$1.45  | 284,500   | D(1)(2)(3)(5)  |   |
| Common Stock                    | 12/28/2001                           |  | P                              |   | 100   | A          | \$1.815 | 100   | D(1)(2)(3)(5)  |   |

**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 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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----------------|---|--|--|---|--|
|  |  |                                      |  | Code                           | V |  | Date Exercisable   | Expiration Date |   |  |  |   |  |

1. Name and Address of Reporting Person\*

JMG TRITON OFFSHORE FUND LTD

(Last) (First) (Middle)

CITCO BUILDING, WICKHAMS CAY

P.O. BOX 662

(Street)

ROAD TOWN,  
TORTOLA

D8

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[PACIFIC ASSET MANAGEMENT LLC](#)

(Last) (First) (Middle)

1999 AVENUE OF THE STARS 2530

(Street)

LOS ANGELES CA 90067

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[JMG CAPITAL MANAGEMENT INC](#)

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[PACIFIC CAPITAL MANAGEMENT INC](#)

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[GLASER JONATHAN M](#)

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[RICHTER ROGER](#)

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[DAVID DANIEL ALBERT](#)

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[JMG CAPITAL MANAGEMENT LLC](#)

(Last) (First) (Middle)

1999 AVENUE OF THE STARS  
SUITE 2530

|          |             |         |       |
|----------|-------------|---------|-------|
| (Street) | LOS ANGELES | CA      | 90067 |
| (City)   |             | (State) | (Zip) |

**Explanation of Responses:**

1. The reporting persons (the "Reporting Persons") are Pacific Capital Management, Inc., a Delaware corporation ("PCM"), Pacific Assets Management, LLC ("PAM"), an investment adviser registered with the Securities and Exchange Commission (the "SEC") and a Delaware limited liability company, JMG Capital Management, Inc., a California corporation ("JMG Inc."), JMG Capital Management, LLC, also an SEC-registered investment adviser and a Delaware limited liability company ("JMG LLC"), Jonathan M. Glaser, Daniel Albert David, Roger Richter and JMG Triton Offshore Fund, Ltd., an international business company organized under the laws of the British Virgin Islands (the "Fund"). PAM is the investment adviser to the Fund and PCM is a member of PAM. Mr. Glaser, Mr. David and Mr. Richter are control persons of PCM and PAM. JMG LLC is the investment adviser to an investment fund and JMG Inc. is a member of JMG LLC. Mr. Glaser is the control person of JMG Inc. and JMG LLC.
2. PCM, PAM, JMG Inc., JMG LLC, Mr. Glaser, Mr. David and Mr. Richter are filing this Form 4 jointly as a group within the meaning of Rule 13d-5(b) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), but disclaim membership in a group with any other person. The Fund is filing this Form 4 jointly with the other Reporting Persons, but not as a member of a group, and it expressly disclaims membership in a group with any other person.
3. These securities are beneficially owned directly by Mr. Richter.
4. These are transactions in the Issuer's securities when its name was Citadel Holding Corporation.
5. These are transactions in the securities of Craig Corporation. Craig Corporation and Reading Entertainment, Inc. were consolidated with Citadel Holding Corporation on January 1, 2002 (the "Consolidation"). As part of the Consolidation, Craig Corporation and Reading Entertainment, Inc. became wholly owned subsidiaries of Citadel Holding Corporation and Citadel Holding Corporation changed its name to Reading International, Inc.

|  |                   |
|--|-------------------|
| <u>JMG Triton Offshore Fund, Ltd., by Anthony L.M. Inderrieden</u> | <u>10/29/2003</u> |
| <u>Pacific Asset Management, LLC, by Johnathan M. Glaser</u>       | <u>10/29/2003</u> |
| <u>JMG Capital Management, Inc., by Jonathan M. Glaser</u>         | <u>10/29/2003</u> |
| <u>Pacific Capital Management, Inc., by Jonathan M. Glaser</u>     | <u>10/29/2003</u> |
| <u>Jonathan M. Glaser</u>  | <u>10/29/2003</u> |
| <u>Roger Richter</u>   | <u>10/29/2003</u> |
| <u>Daniel Albert David</u>   | <u>10/29/2003</u> |
| <u>JMG Capital Management, LLC, by Jonathan M. Glaser</u>          | <u>10/29/2003</u> |

\*\* 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.