

**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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>COTTER JAMES J</u>  (Last) (First) (Middle) <u>C/O READING ENTERTAINMENT INC</u> <u>120 NORTH ROBERTSON BLVD</u>  (Street) <u>LOS ANGELES CA 90048</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>READING INTERNATIONAL INC [ RDLA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman &amp; Chief Exec Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/31/2003</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

**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 Nonvoting Common Stock	07/31/2003		j <sup>(1)</sup>	v	1,000,000 <sup>(1)</sup>	D	(1)	3,183,146 <sup>(1)</sup>	D	
Class A Nonvoting Common Stock	07/31/2003		j <sup>(1)</sup>	v	1,000,000 <sup>(1)</sup>	A	(1)	1,000,000 <sup>(1)</sup>	I	See Note <sup>(1)</sup>
Class A Nonvoting Common Stock	08/04/2003		s		990,000 <sup>(2)</sup>	D	(2)	10,000	I	By Cotter Associates, LLC
Class A Nonvoting Common Stock								1,565,782	I	By Hecco Ventures <sup>(3)</sup>
Class A Nonvoting Common Stock								29,730	I	By Profit Sharing Plan

**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	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Mr. Cotter contributed 1,000,000 shares to Cotter Associates, LLC in which he has a beneficial ownership interest through his revocable living trust's ownership of a voting membership interest.
- Mr. Cotter, through his revocable living trust, sold a 99% nonvoting membership interest in Cotter Associates, LLC to an irrevocable trust in which Mr. Cotter is neither a trustee nor a beneficiary. The purchaser has no investment control over the securities held by Cotter Associates, LLC. The aggregate purchase price was \$2,816,550, subject to adjustment upon receipt of an appraisal. Mr. Cotter disclaims beneficial ownership of any shares of Class A Nonvoting Common Stock held by Cotter Associates, LLC except to the extent of his pecuniary interest in the shares.
- Mr. Cotter is the general partner of a limited partnership which is, in turn, the general partner of Hecco Ventures, a California partnership. Mr. Cotter has voting power over the shares owned by Hecco Ventures. His pecuniary interest varies from time to time depending upon the extent of his capital account in the limited partnership and of the limited partnership's capital account in Hecco Ventures.

/s/ James J. Cotter 08/06/2003

\*\* 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.