FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, D.C. 20549 | 9 |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | | | |
|---------------------|-----------|--|--|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | | | | |
| Estimated average b | ourden | | | | | | | | | | | |
| 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

| 1. Name and Address of Reporting Person* ADAMS GUY W | | | | | | 2. Issuer Name and Ticker or Trading Symbol READING INTERNATIONAL INC [RDI] | | | | | | | | | (Che | 5. 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) 12/15/2022 | | | | | | | | | | Officer (give title Other (sp below) below) | | | | |
| (Street) CULVER CITY CA 90230 | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Line | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) | (5 | | (Zip) | | 41 | _ | | | | | | | | | <u> </u> | | | | | | |
| Date | | | 2. Trans Date | action | | | | 3. Tran | 3. Transaction Disposed Code (Instr. 5) | | ities Ac | quired | (A) or | 5. Amou Securitie Benefici | nt of es ally Following | Form (D) o | n: Direct r Indirect estr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | | | Cod | e v | - | Amount | (A) or (D) | | Price | Transac | Transaction(s) (Instr. 3 and 4) | | | (111541. 4) | | | | |
| Class A Nonvoting Common Stock | | | | | | | | | | | | | | | 53 | 53,587 | | D | | | |
| | 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 2. Conversion Date (Month/Day/Year) (Month/Day/Year) 3A. Deeme Execution I if any (Month/Day | | | Date, T | ransac Code (Ir | | | | 6. Date Exercisa Expiration Date (Month/Day/Yea | | ite | | 7. Title and Am of Securities Underlying Derivative Sec (Instr. 3 and 4) | | curity | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transaction (Instr. 4) | e s Illy | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercis | able | Exp Dat | piration te | Title | O N O | umber | | | | | | |
| Restricted Stock Units (Class A Non- Voting Common Stock) | (1) | 12/15/2022 | | | A | | 24,561 | | (2) | | | (2) | Class Non- Votin Comm Stock | g 2 | 4,561 | \$0 | 24,56 | 1 | 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 the unit.
- 2. Restricted stock units granted on December 15, 2022 pursuant to the Company's 2020 Stock Incentive Plan, vesting in full on the first to occur of (a) 11:59 p.m. Pacific time on December 14, 2023, or (b) the expiration of the Director's term of office as determined by the occurrence of the election of the succeeding Board at the next annual or a special meeting of stockholders.

/s/ Guy W. Adams

12/16/2022

** Signature of Reporting Person

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.