SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* KANE EDWARD LEWIS	2. Issuer Name **and** Ticker or Trading Symbol READING INTERNATIONAL INC [RDI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(Last)   (First)   (Middle)
 5995 SEPULVEDA BLVD
 SUITE 300
	3. Date of Earliest Transaction (Month/Day/Year)
	 01/08/2019
		X Director 10% Owner
		       Officer (give title Other (specify
		       below) below)

(Street) CULVER CITY CA 90230 (City) (State) (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 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	01/08/2019		M		4,199	A	(1)	21,203	D	
Class B Voting Stock								100	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	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	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	01/08/2019		M			4,199	(2)	(3)	Class A Non-Voting Common Stock	4,199	$0	0	D	
Restricted Stock Units	(1)							(4)	(3)	Class A Non-Voting Common Stock	4,602		4,602	D	
Stock Options; Right to Buy; Class A Non-Voting Common Stock	$12.34							01/15/2015	01/14/2020	Class A Non-Voting Common Stock	2,000		2,000	D	
Stock Options; Right to Buy; Class A Non-Voting Common Stock	$10.48							01/15/2016	01/14/2021	Class A Non-Voting Common Stock	2,000		2,000	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 8, 2019 (the fifth business day of 2019).

3. Granted pursuant to the Company's 2010 Stock Incentive Plan.

4. The Directors' Restricted Stock Units vest on November 7, 2019.

/s/ Edward L. Kane   01/10/2019

** 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.