

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* <u>SMERLING ROBERT F</u> (Last) (First) (Middle) 5995 SEPULVEDA BLVD SUITE 300 (Street) CULVER CITY CA 90230 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>READING INTERNATIONAL INC [RDI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President - Domestic Cinemas</u>
	3. Date of Earliest Transaction (Month/Day/Year) 05/01/2017	
	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 Nonvoting Common Stock	05/01/2017		M		43,750	A	\$10.24	44,374	D	
Class A Nonvoting Common Stock	05/01/2017		F		34,637	D	\$15.73	9,737	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				
Stock Option; Right to Buy; Class A Non-Voting Common Stock	\$10.24	03/10/2016		M		43,750		05/09/2007	05/08/2017	Class A Non-Voting Common Stock	43,750	\$0	0 ⁽³⁾	D	
Stock Option; Right to Buy; Class A Non-Voting Common Stock	\$11.95	03/10/2016		A		19,921		(2)	03/09/2021	Class A Non-Voting Common Stock	19,921	\$0	19,921 ⁽³⁾	D	
Stock Option; Right to Buy; Class A Non-Voting Common Stock	\$15.97	03/23/2017		A		17,341		(2)	03/22/2022	Class A Non-Voting Common Stock	17,341	\$0	17,341 ⁽³⁾	D	
Restricted Stock Units	(1)	03/10/2016		A		3,138 ⁽⁴⁾		(2)	(2)	Class A Non-Voting Common Stock	3,138	\$0	3,138 ⁽³⁾	D	
Restricted Stock Units	(1)	03/23/2017		A		3,757		(2)	(2)	Class A Non-Voting Common Stock	3,757	\$0	3,757 ⁽³⁾	D	

Explanation of Responses:

- Each Restricted Stock Unit represents the contingent right to receive one share of Class A Non-Voting Common Stock upon vesting of the unit.
- Granted pursuant to the Company's 2010 Stock Incentive Plan, vesting in four equal installments commencing on the first anniversary of the Date of Grant.
- 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 the comparison of prior filings.
- Original grant was on March 10, 2016 for 4,184 Restricted Stock Units, 25% of grant vested on March 10, 2017.

/s/ Robert F. Smerling

05/03/2017

** Signature of Reporting Person

Date

* 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.

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