FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. 20549 |
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| Check this box if no longer subject |
|-------------------------------------|
| to Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(h) |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPROVAL | | | | | | | | |
|---|--------------------------|-----|--|--|--|--|--|--|--|
| | OMB Number: 3235-0287 | | | | | | | | |
| l | Estimated average burden | | | | | | | | |
| l | hours per response: | 0.5 | | | | | | | |

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* James J. Cotter Living Trust (Last) (First) (Middle) 5995 SEPULVEDA BLVD SUITE 300 (Street) CULVER CITY CA 90230 | | | | | | 2. Issuer Name and Ticker or Trading Symbol READING INTERNATIONAL INC [RDI] 3. Date of Earliest Transaction (Month/Day/Year) 03/26/2020 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title X Other (specify below) Member of Sec.13(d)(3) Group 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
|---|--|--|---------------|--|-------|--|--|----------------------|--|--|-------------------------|---|-----------------------------|--|--------|--|---------------|--|--|
| (City) | (Sta | ite) (Z | Zip) | | | | | | | | | | | | Perso |)f1 | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye | | | | | /ear) | Execution Da | | n Date, Tran Code | | 4. Securities A Disposed Of (Instr. | | Acquired (A) or (D) (Instr. 3, 4 ar | | Benefici | | ties cially I Following | Form (D) o | vnership n: Direct r Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | | Co | ode | v | Amount | (A) or (D) | Price | Trans | | ed ction(s) 3 and 4) | | | (111501.4) |
| Class A Non-Voting Common Stock 03/26/202 | | | | | 20 | | | | S | | 2,500(1) | D | \$3.993 |)32 ⁽³⁾ 1, | | 1,802,649 | | D ⁽²⁾ | |
| Class A Non-Voting Common Stock 03/27/202 | | | | 20 | | | | S | | 2,500(1) | D | \$4.116 | 51 ⁽³⁾ 1,800,149 | | 00,149 | D ⁽²⁾ | | | |
| | | Tal | ole II | l - Derivati (e.g., pu | | | | | | | posed of, convertib | | | | Owne | t | | | |
| Security of (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Exec if an | Deemed cution Date, y tht/Day/Year) | | action (Instr. | 5. Numb of Derivative Securitive Acquirer (A) or Dispose of (D) (Instr. 3, and 5) | ve es d | 6. Date Exercis Expiration Dat (Month/Day/Ye | | Date (Year) Expiration | 7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4) Amoun or Numbo of Title Shares | | | | 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) |

Explanation of Responses:

- $1. \ The \ sale \ was \ effected \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan \ adopted \ on \ December \ 23, \ 2019.$
- 2. The James J. Cotter Living Trust (the "Trust") is a trust organized under the laws of CA. During the lifetime of James J. Cotter, Sr., the Trust was revocable by James J. Cotter, Sr., but the Trust became irrevocable upon the death of James J. Cotter, Sr. on September 13, 2014. The Trust serves as a vehicle for the management and distribution of the assets of James J. Cotter, Sr. Ellen Cotter and Margaret Cotter, acting together as co-trustees of the Trust, may be deemed to share voting and investment power over the shares of the Class A Non-Voting Common Stock directly beneficially owned by the Trust. Margaret Cotter and Ellen Cotter disclaim beneficial ownership in Class A Non-Voting Common Stock reported herein, except to the extent of their respective pecuniary interest therein.
- 3. The price reported in Column 4 is a weighted average price. The reporting person undertakes to provide to Reading International, Inc. ("Reading"), any security holder of Reading, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (3) to this Form 4. These shares were sold in multiple transactions at prices ranging from: (a) on March 26, 2020, \$3.73 to \$4.355, inclusive; and (b) on March 27, 2020, \$4.02 to \$4.215, inclusive.

/s/ Ellen Marie Cotter, as Co-

Trustee of the James J. Cotter 03/27/2020

Living Trust

/s/ Margaret Cotter, as Co-

Trustee of the James J. Cotter 03/27/2020

Living Trust

** 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.