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FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL 3235-0287 Estimated average burden 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						2. Issuer Name and Ticker or Trading Symbol READING INTERNATIONAL INC [ RDI ]  3. Date of Earliest Transaction (Month/Day/Year) 03/22/2021  4. If Amendment, Date of Original Filed (Month/Day/Year)										S. 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)					
(Street) CULVER CITY CA 90230																X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(Sta	ate) (Z	Zip)												1 0130	, , , , , , , , , , , , , , , , , , ,					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye					/ear) i	2A. Deemed Execution Date, if any (Month/Day/Year		e,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4				Benefic		ties For cially (D) d Following (I) (		wnership m: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
										v	Amour	t	(A) or (D)	Price		Transa	action(s) 3 and 4)			(mour 4)	
Class A Non-Voting Common Stock 03/22/202					21	1					4,00	<b>)</b> (1)	D	\$6.805	5 <mark>8</mark> (3)	1,5	1,596,649		D <sup>(2)</sup>		
Class A Non-Voting Common Stock 03/23/202					21	1					4,00	)(1)	D	\$6.516	6.5162 <sup>(3)</sup>		1,592,649		D <sup>(2)</sup>		
Class A Non-Voting Common Stock 03/24/202					21	1			S		4,00	<b>)</b> (1)	D	\$6.330	5.3308 <sup>(3)</sup>		1,588,649		D <sup>(2)</sup>		
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
Derivative Security (Instr. 3)	2. Conversion Date Security 3. Transaction Date Security 3. Transaction Date Security 3. Transaction Date Security 3. Transaction Date Execution Date, if any (Month/Day/Year)			4. Transa Code 8)	(Instr.	of Deriv	r osed ) r. 3, 4	Expi (Moi	6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration Exercisable Expiration Date			Amou Secur Under Deriva Secur 3 and	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)  Amount or Number of Shares		rice of ivative urity tr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	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 22, 2021, \$6.68 to \$7.20, inclusive? (b) on March 23, 2021, \$6.45 to \$6.88, inclusive; and (c) on March 24, 2021, \$6.07 to \$6.63, inclusive

/s/ Ellen Marie Cotter, as Co-

Trustee of the James J. Cotter 03/24/2021

**Living Trust** 

/s/ Margaret Cotter, as Co-

Trustee of the James J. Cotter 03/24/2021

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.