

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>COTTER JAMES J</u> (Last) (First) (Middle) <u>C/O READING INTERNATIONAL, INC.</u> <u>500 CITADEL DR, STE 300</u> (Street) <u>COMMERCE CA 90040</u> (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) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/11/2005</u>	
	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			
RDI Class B Voting Common Stock								1,023,888	D	
RDI Class A Nonvoting Common Stock	07/11/2005		M		925,000	A	\$3.8	3,482,922	D	
RDI Class A Nonvoting Common Stock	07/11/2005		F		486,842	D	\$7.22	2,996,080	D	
RDI Class A Nonvoting Common Stock								10,000	I	Cotter Associates LLC
RDI Class A Nonvoting Common Stock								1,565,782	I	Hecco Ventures ⁽¹⁾
RDI Class A Nonvoting Common Stock								29,730	I	Profit Sharing Plan

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 Options ⁽²⁾	\$3.8	07/11/2005	07/11/2005	M		925,000		07/11/2002 ⁽³⁾	07/11/2005	Class A Common Stock	925,000	\$0.00	0	D	
Stock Options ⁽²⁾	\$10.24							04/18/1998 ⁽⁴⁾	04/18/2007	Class B Common Stock	137,500		137,500	D	

Explanation of Responses:

- Mr. Cotter is the general partner of a limited partnership which is, in turn, the general partner of Hecco Ventures, a California partnership. Mr. Cotter has voting power over the shares owned by Hecco Ventures. His interest varies from time to time depending upon the extent of his capital account in the limited partnership and of the limited partnership's capital account in Hecco Ventures.
- Right to buy.
- 575,000 shares vested on July 11, 2002, 200,000 shares vested on July 11, 2003, and 200,000 shares vested on July 11, 2004. The number of shares under this option was initially 975,000, but decreased to 925,000 when Mr. Cotter voluntarily surrendered 50,000 of the shares back to the Company.
- These options were originally 460,000 shares of Reading Entertainment, Inc. common stock. 90,000 of these shares were to become exercisable conditional upon an Asset Put exercise, which lapsed unexercised. The remaining 370,000 shares were converted into 462,500 shares of Reading International, Inc. Class A Nonvoting stock in the consolidation of Reading Entertainment, Inc., Citadel Holding Corporation, and Craig Corporation on December 31, 2001, based on a conversion rate of 1.25 per share. Of these shares, 325,000 shares lapsed unexercised because they were to be granted upon the condition that Reading Entertainment convertible preferred shares held by Craig Corporation and Reading International, Inc. were converted into the common stock of Reading Entertainment, Inc., which did not occur. This left 137,500 remaining shares to vest in equal installments over four years, the first 25% having vested on April 18, 1998, the first anniversary of the grant.

Remarks:

/s/ James J. Cotter 07/13/2005
 ** 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.