

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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>JMG TRITON OFFSHORE FUND LTD</u> (Last) (First) (Middle) CITCO BUILDING, WICKHAMS CAY P.O. BOX 662 (Street) ROAD TOWN, TORTOLA, BVI (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 10/12/2004	3. Issuer Name and Ticker or Trading Symbol <u>READING INTERNATIONAL INC [RDIA and R]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Non-Voting Common Stock	3,775,400	I	See Notes ⁽¹⁾⁽²⁾
Class B Voting Common Stock	183,043	I	See Notes ⁽¹⁾⁽²⁾
Class B Voting Common Stock	2,660	D ⁽³⁾	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

1. Name and Address of Reporting Person*
JMG TRITON OFFSHORE FUND LTD
 (Last) (First) (Middle)
 CITCO BUILDING, WICKHAMS CAY
 P.O. BOX 662
 (Street)
 ROAD TOWN,
 TORTOLA, BVI
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
PACIFIC ASSET MANAGEMENT LLC
 (Last) (First) (Middle)
 1999 AVENUE OF THE STARS 2530
 (Street)
 LOS ANGELES CA 90067
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
PACIFIC CAPITAL MANAGEMENT INC

(Last)	(First)	(Middle)

(Street)		

(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[GLASER JONATHAN M](#)

(Last)	(First)	(Middle)

(Street)		

(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[DAVID DANIEL ALBERT](#)

(Last)	(First)	(Middle)

(Street)		

(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[RICHTER ROGER](#)

(Last)	(First)	(Middle)

(Street)		

(City)	(State)	(Zip)

Explanation of Responses:

1. The reporting persons (the "Reporting Persons") are Pacific Capital Management, Inc., a Delaware corporation ("PCM"), Pacific Assets Management, LLC ("PAM"), an investment adviser registered with the Securities and Exchange Commission (the "SEC") and a Delaware limited liability company, Jonathan M. Glaser, Daniel Albert David, Roger Richter and JMG Triton Offshore Fund, Ltd., an international business company organized under the laws of the British Virgin Islands (the "Fund"). PAM is the investment adviser to the Fund and PCM is a member of PAM. Mr. Glaser, Mr. David and Mr. Richter are control persons of PCM and PAM. PCM, PAM, Mr. Glaser, Mr. David and Mr. Richter are filing this Form 3 jointly and constitute a group within the meaning of Rule 13d-5(b) under the Securities Exchange Act of 1934, as amended, but disclaim membership in a group with any other person.
2. The Fund is filing this Form 3 jointly with the other Reporting Persons, but not as a member of a group, and it expressly disclaims membership in a group with any other person. These securities are held directly by the Fund for the benefit of its investors, and indirectly by PCM, PAM, Mr. Glaser, Mr. David and Mr. Richter. The Reporting Persons, except for the Fund, disclaim beneficial ownership of such securities except to the extent of their respective pecuniary interest therein. The filing of this Form 3 on behalf of the Fund should not be construed as an admission that it is, and it disclaims that it is, the beneficial owner as defined in Rule 13d-3 under the Exchange Act, of any of the securities covered by this Form 3. No client account of PAM other than the Fund, holds more than ten percent of the outstanding shares of any class of securities of the Issuer.
3. These securities are owned directly by Mr. Richter.

<u>JMG Triton Offshore Fund, Ltd., By Pacific Assets Management, LLC, Attorney- in-fact, by Jonathan M. Glaser, Member Manager</u>	<u>11/03/2004</u>
<u>Pacific Assets Management, LLC, by Jonathan M. Glaser, Member Manager</u>	<u>11/03/2004</u>
<u>Pacific Capital Management, Inc. by Jonathan M. Glaser, Vice President</u>	<u>11/03/2004</u>
<u>Jonathan M. Glaser</u>	<u>11/03/2004</u>
<u>Daniel Albert David</u>	<u>11/03/2004</u>
<u>Roger Richter</u>	<u>11/03/2004</u>
** 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 5 (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.