

**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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>COTTER JAMES J</u>  (Last) (First) (Middle) 500 CITADEL DRIVE SUITE 300  (Street) COMMERCE CA 90040  (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) Chief Executive Officer
	3. Date of Earliest Transaction (Month/Day/Year) 12/15/2006	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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 B Voting Common Stock								1,023,888	I	James J. Cotter Living Trust
Class A Nonvoting Common Stock	12/15/2006		G		1,200	D	\$0	2,250,073	I	James J. Cotter Living Trust
Class A Nonvoting Common Stock	12/22/2006		G		4,000	D	\$0	2,246,073	I	James J. Cotter Living Trust
Class A Nonvoting Common Stock	12/22/2006		G		15,200 <sup>(1)</sup>	D	\$0	2,230,873	I	James J. Cotter Living Trust
Class A Nonvoting Common Stock	12/22/2006		J		15,200 <sup>(1)</sup>	A	\$0	175,200	I	James J. Cotter Foundation
Class A Nonvoting Common Stock	12/25/2006		G		1,200	D	\$0	2,229,673	I	James J. Cotter Living Trust
Class A Nonvoting Common Stock	01/17/2006		J		16,047 <sup>(2)</sup>	A	\$7.79	16,047	D	
Class A Nonvoting Common Stock								10,000	I	Cotter Enterprises, LLC
Class A Nonvoting Common Stock								1,565,782	I	Hecco Ventures <sup>(3)</sup>
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)
--	--	--------------------------------------	--	--------------------------------	--	--	---	--	--	---	--

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative (Instr. 3)	2. Conversion Date (Month/Day/Year)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	V (Instr. 8)	(A) (Instr. 3, 4 and 5)	(D) (Instr. 3, 4 and 5)	Date Exercisable (Month/Day/Year)	Expiration Date (Month/Day/Year)	Title and Amount of Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Beneficial Ownership (Instr. 4)
<p>1. The James J. Cotter Living Trust gave 15,200 shares of Class A Nonvoting Stock to a charitable foundation, the James J. Cotter Foundation. Mr. Cotter is the sole trustee of the foundation.</p> <p>2. Mr. Cotter received 6,047 shares of Class A Nonvoting Common Stock pursuant to a stock-based bonus approved by the Compensation Committee of the Company in 2005 and 2006 pursuant to the Compensation Committee Reports in the Company's 2005 and 2006 proxy statements.</p> <p>3. 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.</p>														
<p><b>Remarks:</b></p>														
<p align="right">/s/ James J. Cotter</p>														
<p align="right">01/19/2007</p>														
<p align="right">Date</p>														
<p align="right">Signature of Reporting Person</p>														
<p align="right">Date</p>														
<p align="right">Amount</p>														
<p align="right">Shares</p>														

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.