| SEC | Form 4 |
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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB Number: 3235-0287 | | | | | |
|-----------------------|-------|--|--|--|--|
| Estimated average b | urden | | | | |
| hours per response: | 0.5 | | | | |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| 1. Name and Address of Reporting Person* | | Person* | 2. Issuer Name and Ticker or Trading Symbol <u>READING INTERNATIONAL INC</u> [RDI] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|---|----------|--|--|--|--------------------------|--|--|--|
| Codding Judy | <u>Bond</u> | | | X Director | | 10% Owner | | | |
| (Last) 5995 SEPULVE | (First) DA BLVD | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 08/11/2021 | | Officer (give title below) | Other (specify below) | | | |
| SUITE 300 | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) CULVER CITY | CA | 90230 | | X | Form filed by One Re Form filed by More the Person | 0 | | | |
| (City) | (State) | (Zip) | | | | | | | |
| | Table L. 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. Transa Code (8) | | | | Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
|---------------------------------|--|---|------------------------------|---|--------|---------------|---|---|---|------------|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Class A Nonvoting Common Stock | | | | | | | | 20,518 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of Derivative 9. Number of 10. 11. Nature Ownership Form: Conversion or Exercise Execution Date, if any Transaction Code (Instr. 8) Amount of Securities Underlying of Indirect Beneficial Derivative Date (Month/Day/Year) Expiration Date (Month/Day/Year) derivative Derivative Security (Instr. 3) Security (Instr. 5) Securities Price of Derivative Security (Month/Dav/Year) Securities Beneficially Direct (D) Ownership Acquired (A) or Disposed Derivative Sec (Instr. 3 and 4) Owned Following or Indirect (I) (Instr. 4) Security (Instr. 4) Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount oı Number Expiration Date Date Exercisable of Shares Code ν (A) (D) Title Restricted Stock Units Class A Non-(Class A (1)08/11/2021 6,731 (2) Voting 6,731 \$<mark>0</mark> 6,731 D А Non-Common Voting Stock Common Stock)

Explanation of Responses:

1. Each Restricted Stock Unit represents the contingent right to receive one share of Class A Non-Voting Common Stock upon vesting of unit.

2. Restricted stock units granted on August 11, 2021 pursuant to the Company's 2020 Stock Incentive Plan, vesting in full on the first to occur of (i) 5:00 pm, Los Angeles, CA time on the last business day prior to the one-year anniversary of the Grant Date or (ii) the date on which Recipient has served such Recipient's full term as a Director.

/s/ Judy Codding

** Signature of Reporting Person

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.

OMB APPROVAL

Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

08/13/2021

Date

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

or Section 30(h) of the Investment Company Act of 1940