

**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>JMG TRITON OFFSHORE FUND LTD</u>  (Last) (First) (Middle) <u>CITCO BUILDING, WICKHAMS CAY</u> <u>P.O BOX 662</u>  (Street) <u>ROAD TOWN, D8</u> <u>TORTOLA</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>READING INTERNATIONAL INC [ RDIA</u> <u>RDIB ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/17/2000</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			
Class A Non-Voting Common Stock	11/17/2000		P		800	A	\$2.3125	589,472	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	11/20/2000		P		800	A	\$2.3125	590,272	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	11/21/2000		P		400	A	\$2.3125	590,672	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	11/22/2000		S		5,000	D	\$2.625	585,672	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	12/28/2000		P		100	A	\$2.1875	585,772	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	12/29/2000		P		7,600	A	\$2.449	593,372	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	01/26/2001		P		100	A	\$2.375	593,472	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	01/31/2001		P		1,600	A	\$2.37	595,072	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	02/02/2001		P		20,400	A	\$2.497	615,472	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	02/05/2001		P		1,600	A	\$2.37	617,072	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	02/14/2001		P		1,200	A	\$2.37	618,272	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	02/23/2001		P		4,700	A	\$2.37	622,972	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	02/27/2001		P		200	A	\$2.37	623,172	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	02/28/2001		P		100	A	\$2.37	623,272	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	03/05/2001		P		100	A	\$2.37	623,372	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	03/21/2001		S		500	D	\$2.15	622,872	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	03/23/2001		S		500	D	\$2.05	622,372	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	03/26/2001		S		500	D	\$2	621,872	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	03/28/2001		S		15,000	D	\$1.81	606,872	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	03/29/2001		S		600	D	\$1.81	606,272	I	See Notes <sup>(1)</sup> (2)(3)(4)

**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 A Non-Voting Common Stock	04/11/2001		P		500	A	\$1.76	606,772	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	04/12/2001		P		1,000	A	\$1.76	607,772	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	04/20/2001		P		400	A	\$1.72	608,172	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	04/23/2001		P		100	A	\$1.72	608,272	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	05/11/2001		S		5,000	D	\$1.75	603,272	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	05/14/2001		P		2,500	A	\$1.75	605,772	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	06/19/2001		P		32,000	A	\$1.401	637,772	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	07/18/2001		P		1,600	A	\$1.31	639,372	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	07/31/2001		P		16,000	A	\$1.8125	655,372	I	See Notes <sup>(1)</sup> (2)(3)(4)
Class A Non-Voting Common Stock	01/15/2002		P		20,000	A	\$1.7	2,072,356	I	See Notes <sup>(1)</sup> (2)(3)

**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)					

1. Name and Address of Reporting Person\*  
JMG TRITON OFFSHORE FUND LTD  
 \_\_\_\_\_  
 (Last) (First) (Middle)  
CITCO BUILDING, WICKHAMS CAY  
PO BOX 662  
 \_\_\_\_\_  
 (Street)  
ROAD TOWN, D8  
TORTOLA  
 \_\_\_\_\_  
 (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\*  
JMG CAPITAL MANAGEMENT INC  
 \_\_\_\_\_  
 (Last) (First) (Middle)  
 \_\_\_\_\_  
 (Street)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">GLASER JONATHAN M</a>		
(Last)	(First)	(Middle)
(Street)		
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">RICHTER ROGER</a>		
(Last)	(First)	(Middle)
(Street)		
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">PACIFIC ASSET MANAGEMENT LLC</a>		
(Last)	(First)	(Middle)
1999 AVENUE OF THE STARS 2530		
(Street)		
LOS ANGELES	CA	90067
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">JMG CAPITAL MANAGEMENT LLC</a>		
(Last)	(First)	(Middle)
1999 AVENUE OF THE STARS SUITE 2530		
(Street)		
LOS ANGELES	CA	90067
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">DAVID DANIEL ALBERT</a>		
(Last)	(First)	(Middle)
(Street)		
(City)	(State)	(Zip)

**Explanation of Responses:**

- 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, JMG Capital Management, Inc., a California corporation ("JMG Inc."), JMG Capital Management, LLC, also an SEC-registered investment adviser and a Delaware limited liability company ("JMG LLC"), 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. JMG LLC is the investment adviser to an investment fund and JMG Inc. is a member of JMG LLC. Mr. Glaser is the control person of JMG Inc. and JMG LLC.
- PCM, PAM, JMG Inc., JMG LLC, Mr. Glaser, Mr. David and Mr. Richter are filing this Form 4 jointly as a group within the meaning of Rule 13d-5(b) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), but disclaim membership in a group with any other person. The Fund is filing this Form 4 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 or were held directly by investment funds of which PAM or JMG LLC is the general partner and/or the investment adviser, including the Fund, for the benefit of their investors, and indirectly by PCM, PAM, JMG Inc., JMG LLC, 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 4 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 4. No client account of PAM or JMG LLC, other than the Fund, holds or ever held more than ten percent of the outstanding shares of any class of securities of the Issuer or any company that was consolidated with the Issuer.
- These are transactions in the Issuer's securities when its name was Citadel Holding Corporation.

[Pacific Capital Management, Inc., by Jonathan M. Glaser, Vice President](#) [10/29/2003](#)

[JMG Capital Management, Inc., by Jonathan M. Glaser, President](#) [10/29/2003](#)

[Jonathan M. Glaser](#) [10/29/2003](#)

<a href="#"><u>Roger Richter</u></a>	<a href="#"><u>10/29/2003</u></a>
<a href="#"><u>Pacific Asset Management, LLC, by Jonathan M. Glaser, Member Manager</u></a>	<a href="#"><u>10/29/2003</u></a>
<a href="#"><u>JMG Capital Management, LLC, by Jonathan M. Glaser, Member Manager</u></a>	<a href="#"><u>10/29/2003</u></a>
<a href="#"><u>Daniel Albert David</u></a>	<a href="#"><u>10/29/2003</u></a>
<a href="#"><u>JMG Triton Offshore Fund, Ltd., by Anthony L.M. Inder- rieden, Director</u></a>	<a href="#"><u>10/29/2003</u></a>

\*\* 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.

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