SEC Form 4
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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					
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1. Name and Address of Reporting Person <sup>*</sup> James J. Cotter Living <u>Trust</u>			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>READING INTERNATIONAL INC</u> [ RDI ]		tionship of Reporting all applicable) Director Officer (give title	on(s) to Issuer 10% Owner Other (specify	
(Last)	(First)	(Middle)			below)	Х	below)
5995 SEPULVEDA BLVD SUITE 300		(	3. Date of Earliest Transaction (Month/Day/Year) 04/09/2020		Member of Sec.13(d)(3) Grou		(3) Group
			4. If Amendment, Date of Original Filed (Month/Day/Year)		idual or Joint/Group F	iling (	(Check Applicable
(Street)				Line)			
CULVER CITY	CA	90230		Х	Form filed by One F	Report	ting Person
,					Form filed by More Person	than (	One Reporting
(City)	(State)	(Zip)					

## 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)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Non-Voting Common Stock	04/09/2020		S		2,500 <sup>(1)</sup>	D	<b>\$3.8771</b> <sup>(3)</sup>	1,777,649	<b>D</b> <sup>(2)</sup>	

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. Transa Code ( 8)		of Expiration Date Derivative (Month/Day/Year) Securities Acquired (A) or		Expiration Date (Month/Day/Year) surities juired or posed D) 0) tr. 3, 4		Expiration Date		Expiration Date		Expiration Date Amount of (Month/Day/Year) Securities Underlyin Derivativo		unt of rities rlying ative rity (Instr.	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									

## Explanation of Responses:

1. The sale was effected pursuant to a Rule 10b5-1 trading plan adopted on December 23, 2019.

2. The James J. Cotter Living Trust (the "Trust") is a trust organized under the laws of CA. During the lifetime of James J. Cotter, Sr., the Trust was revocable by James J. Cotter, Sr., but the Trust became irrevocable upon the death of James J. Cotter, Sr. on September 13, 2014. The Trust serves as a vehicle for the management and distribution of the assets of James J. Cotter, Sr. Ellen Cotter and Margaret Cotter, acting together as co-trustees of the Trust, may be deemed to share voting and investment power over the shares of the Class A Non-Voting Common Stock directly beneficially owned by the Trust. Margaret Cotter and Ellen Cotter disclaim beneficial ownership in Class A Non-Voting Common Stock reported herein, except to the extent of their respective pecuniary interest therein.

3. The price reported in Column 4 is a weighted average price. The reporting person undertakes to provide to Reading International, Inc. ("Reading"), any security holder of Reading, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (3) to this Form 4. These shares were sold in multiple transactions at prices ranging from \$3.71 to \$4.17, inclusive.

<u>/s/ Ellen Marie Cotter, as Co-</u>	
Trustee of the James J. Cotter	<u>04/10/2020</u>
Living Trust	
<u>/s/ Margaret Cotter, as Co-</u>	
Trustee of the James J. Cotter	04/10/2020

\*\* Signature of Reporting Person Date

Living Trust

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.