# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

#### FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): December 8, 2021

## **READING INTERNATIONAL, INC.**

(Exact Name of Registrant as Specified in its Charter)

Nevada (State or Other Jurisdiction of Incorporation) <u>1-8625</u> (Commission File Number) 95-3885184 (IRS Employer Identification No.)

189 Second Avenue, Suite 2S

New York, New York

(Address of Principal Executive Offices)

10003 (Zip Code)

Registrant's telephone number, including area code: (212) 871-6840

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check provisi	11 1	ended to simultaneously satisfy the	e filing obligation of the registrant under any of the following		
	Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)				
	Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)				
	Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))				
	Pre-commencement communications pursuant to Ru	le 13e-4(c) under the Exchange Ac	et (17 CFR 240.13e-4(c))		
Securit	es registered pursuant to Section 12(b) of the Act:				
	Title of each class	Trading Symbol(s)	Name of each exchange on which registered		
	Class A Common Stock, \$0.01 par value Class B Common Stock, \$0.01 par value	RDI RDIB	The NASDAQ Stock Market LLC The NASDAQ Stock Market LLC		
Indicat of this	e by check mark whether the registrant is an emerging chapter) or Rule 12b-2 of the Securities Exchange Act	growth company as defined in as d of 1934 (§240.12b-2 of this chapte	defined in Rule 405 of the Securities Act of 1933 (§230.405 er).		
	Emerging growth company $\ \square$				
	nerging growth company, indicate by check mark if the financial accounting standards provided pursuant to S		ne extended transition period for complying with any new or $\hfill\Box$		

#### Item 5.07 Submission of Matters to a Vote of Security Holders.

On December 8, 2021, our Company held its 2021 Annual Meeting of Stockholders. The results of stockholder voting on the three proposals presented were as follows:

**Proposal 1**: Stockholders elected the following five directors nominated by our Company's board of directors (the "Board"), each to serve until our Company's 2022 Annual Meeting of Stockholders or until his or her successor is duly elected and qualified. The results of the vote on Proposal 1 were as follows:

NOMINEE	FOR	WITHHOLD	BROKER NON VOTES
Margaret Cotter	1,312,445	27,826	21,992
Guy W. Adams	1,336,323	3,948	21,992
Dr. Judy Codding	1,336,324	3,947	21,992
Ellen M. Cotter	1,312,545	27,726	21,992
Douglas J. McEachern	1,335,462	4,809	21,992

**Proposal 2:** Stockholders ratified the appointment of Grant Thornton LLP as our Company's independent registered public accounting firm for the fiscal year ending December 31, 2021. The results of the vote on Proposal 2 were as follows:

FOR	AGAINST	ABSTENTIONS	BROKER NON VOTES
1,354,650	1,655	5,958	0

**Proposal 3:** Stockholders approved, on a non-binding, advisory basis, the executive compensation of our Company's named executive officers. The results of the vote on Proposal 3 were as follows:

FOR	AGAINST	ABSTENTIONS	BROKER NON VOTES
1,335,965	4,175	131	21,992

#### Item 7.01 Regulation FD Disclosure.

On December 8, 2021, our Company showed a slide presentation at its 2021 Annual Meeting, a copy of which is furnished herewith as Exhibit 99.1. The slide presentation was made available on the same day on the Investor Relations page of our corporate website, www.readingrdi.com.

#### Item 9.01 Financial Statements and Exhibits.

99.1 Slide presentation at the 2021 Annual Meeting.

Cover Page Interactive Data File (embedded within the Inline XBRL document)

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.  $^{3}$ 

READING INTERNATIONAL, INC.

Date: December 13, 2021 By: Name: /s/ Gilbert Avanes

Gilbert Avanes EVP, Chief Financial Officer and Treasurer Title:





#### DISCLAIMERS

Our comments today may contain forward-looking statements and management may make additional forward-looking statements in response to your questions. Such written and oral disclosures are made pursuant to the Safe Harbor provision of the Private Securities Litigation Reform Act of 1995.

Although we believe our expectations expressed in such forwardlooking statements are reasonable, we cannot assure you that they will be realized. Investors are cautioned that such forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from the anticipated results, and therefore we refer you to a more detailed discussion of the risks and uncertainties in the Company's filings with the Securities & Exchange Commission. This presentation is intended to summarize the projects on which we are working and our plan for moving our Company forward.

Many of the projects are in their early stages and will be subject to various. Governmental and Board approvals. Accordingly, no assurances can be given that the plans discussed herein will be achieved.

We are a diversified international company and, for risk management and other business reasons, operate and hold our assets through and in various subsidiary entities. Accordingly, when using terms such as "we," "our" or "us," we are using such terms to include our company on a consolidated basis and not to negate, undercut or adversely impact the legal separateness of such subsidiaries.

#### FINANCIAL RECONCILIATIONS

We use EBITDA in the evaluation of our Company's performance since we believe that EBITDA provides a useful measure of financial performance and value. We believe this principally for the following reasons:

We believe that EBITDA is an accepted industry-wide comparative measure of financial performance. It is, in our experience, a measure commonly adopted by analysts and financial commentators who report upon the cinema exhibition and real estate industries, and it is also a measure used by financial institutions in underwriting the creditworthiness of companies in these industries. Accordingly, our management monitors this calculation as a method of judging our performance against our peers, market expectations and our creditworthiness. It is widely accepted that analysts, financial commentators and persons active in the cinema exhibition and real estate industries typically value enterprises engaged in these businesses at various multiples of EBITDA Accordingly, we find EBITDA valuable as an indicator of the underlying value of our businesses. We expect that investors may use EBITDA to judge our ability to generate cash, as a basis of comparison to other companies engaged in the cinema exhibition and real estate businesses and as a basis to value our company against such other companies.

EBITDA is not a measurement of financial performance under generally accepted accounting principles in the United States of America and it should not be considered in isolation or construed as a substitute for net income [loss] or other operations data or cash flowdata prepared in accordance with generally accepted accounting principles

in the United States for purposes of analyzing our profitability. The exclusion of various components, such as interest, taxes, depreciation, and amortization, limits the usefulness of these measures when assessing our financial performance, as not all funds depicted by EBITDA are available for management's discretionary use. For example, a substantial portion of such funds may be subject to contractual restrictions and functional requirements to service debt, to fund necessary capital expenditures and tomest other commitments from time to time.

EBITDA also fails to take into account the cost of interest and taxes. Interest is clearly a real cost that for us is paid periodically as accrued. Taxes may or may not be a current cash item but are nevertheless real costs that, in most situations, must eventually be paid. A company that realizes taxable earnings in high tax jurisdictions may, ultimately, be less valuable than a company that realizes the same amount of taxable earnings in a low tax jurisdiction. EBITDA fails to take into account the cost of depreciation and amortization and the fact that assets will eventually wear out and have to be replaced.

Adjusted EBITDA Using the principles we consistently apply to determine our EBITDA, we further adjust EBITDA for certain items we believe to be external to our core business and not reflective of our costs of doing business or results of operation. Such items may include (i) legal expenses relating to extraordinary litigation and (ii) any other items that can be considered non-recurring in accordance with the two-year SEC requirement for determining an item is non-recurring, infrequent or unusual in nature.

#### **DIVERSIFIED OWNER/OPERATOR OF** REAL ESTATE & CINEMA ASSETS IN THREE COUNTRIES

## Real Estate Portfolio NEW ZEALAND

#### AUSTRALIA

3 mixed-use centers anchored by Reading Cinemas and 69 other third-party tenants

•88,824 SF 2 parcels improved with Reading Cinemas

Office building in Melbourne CBD (one third-party tenant)

AUSTRALIA

Brands - Reading Cinemas, State Cinema by Angelika [arthouse]

Operations began in 1996 – over 25 years of operating experience

• 161,082 RSF Mixed-use center anchored by Reading Cinemas, parking lots and 3 other third-party tenants

# NEW ZEALAND

- 12 locations / 70 screens

- Operations began in 2002 almost two decades of operating experience

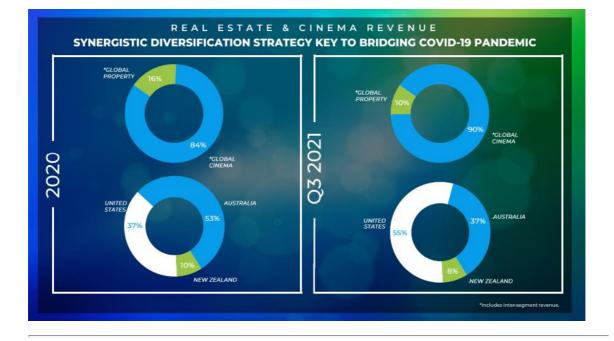
#### UNITED STATES

up to 73,113 RSF
 Newly constructed retail/office building in NYC

2 Off Broadway Live Theatre fee properties in NYC

#### UNITED STATES

- Brands Reading Cinemas, Consolidated Theatres, Angelika Film Center (arthouse)
- Leading specialty exhibitor with Angelika brand and a market leader in Hawaii





## **OUR MISSION**

STRATEGICALLY DRIVE THE DEVELOPMENT AND OPERATION
OF OUR GLOBAL REAL ESTATE & CINEMA ASSETS
TO CREATE LONG-TERM STOCKHOLDER VALUE

IN 2020-2021, WE PROTECTED OUR STOCKHOLDERS BY MONETIZING FIVE STRATEGICALLY SELECTED PROPERTIES TO SHIELD THE MAJORITY OF OUR CASH GENERATING ASSETS THROUGH THE COVID-19 DOWNTURN. AS OUR CINEMA BUSINESS RECOVERS, WE WILL RE-FOCUS ON BUILDING OUR LONG-TERM REAL ESTATE ASSETS.

## GENERATED \$142.1 MILLION IN GROSS SALES PROCEEDS BY MONETIZING FIVE REAL ESTATE ASSETS



UNDEVELOPED LAND MANUKAU, NEW ZEALAND March 4, 2021 GROSS SALES PROCEEDS = \$56.1M (\$54.5M Net)



UNDEVELOPED LAND COACHELLA, CALIFORNIA March 5, 2021 GROSS SALES PROCEEDS = \$5.5M (\$5.3M Net)



June 9, 2021 GROSS SALES PROCEEDS = \$69.6M (\$69.0M Net)





LAND & BUILDING INVERCARGILL, NEW ZEALAND\* June 30, 2021 August 30, 2021 GROSS SALES PROCEEDS = \$7.1M (\$6.8M Net) GROSS SALES PROCEEDS = \$3.8M (\$3.8M Net)

## STRONG RESPONSE TO UNPRECEDENTED COVID-19 CRISIS

- Unlike other cinema and real estate companies, we protected our stockholders and did not issue equity thereby diluting existing stockholder positions (except nominal amounts under existing compensation programs).
- Within the first eight months of 2021, we generated \$142 million in cash through the sale of five real estate assets that
  were not generating significant cash flow and would have required material capital investment to generate any
  meaningful increase in value.
- From December 31, 2020 through December 1, 2021, we reduced overall debt by 17% (or \$49 million). Our gross global debt balance has decreased to \$236 million.
- Renegotiated all significant US/AU/NZ lending arrangements to avoid any defaults.
- Since April 2020, renegotiated nearly all 48 third party leases, as cinema tenants, to defer/abate occupancy costs. With respect to occupancy costs related to 2020 and 2021, as of September 30, 2021;
  - o \$17.8 million abated
  - o \$13.7 million deferred, with varying repayment terms (up to 48 months)
- Accessed government subsidies for AU and NZ employees:
  - o AU in addition to subsidies received in 2020, we received AU\$3.5 million in JobKeeper subsidies in 2021
  - o NZ in addition to subsidies received in 2020, we received NZ\$288K from Wage Subsidy program in 2021
  - o US Not eligible for PPP or SVOG due to public company status
- Filed for various tax benefits permitted by the CARES Act in the US and various AU and NZ regulations.

## COMMITTED TO PRESERVING LONG-TERM STOCKHOLDER VALUE

DUAL BUSINESS STRATEGY Real Estate & Cinemas	Pre-COVID, our relatively stable cinema cash flow allowed us to grow our real estate portfolio without disproportionately increasing our debt levels.  Through COVID, and without our stable cinema cash flows, we monetized five real estate assets whose values were not materially adversely impacted by COVID-19.		
	As our cinema business recovers, we will refocus on the conservative building of long-term value in our real estate portfolio.		
INTERNATIONAL DIVERSIFICATION	RDI maintains sizable operations and assets in three countries - AU, NZ & US		
Australia, New Zealand & United States	Through the ebbs and flows of the pandemic, we were able to strategically rely on various geographies a required. At the start of COVID-19, our AU and NZ assets provided some stability. As the US rolled or vaccinations in early 2021, our US assets were able to help support our global infrastructure.		
STRONG BALANCE SHEET Supported by Real Estate Portfolio	In addition to almost \$250 million in tangible real estate assets (valued on a historic cost basis), RDI balance sheet, as of September 30, 2021, reflects cash and cash equivalents of almost \$91 million.		
	Diversified Property Portfolio - mixed-use centers, entertainment properties, office space and elevate historic viaduct and ancillary properties.		
EXPERIENCED MANAGEMENT TEAM Disciplined approach to growth	Our Management team, with years of experience in both the real estate and exhibition industries, is read to continue preserving the value in our real estate portfolio and is poised to usher our cinema business t recovery post COVID-19.		
	Today, our disciplined approach to cinema expansion, which stopped us from paying high multiples for theaters that did not deserve it, has preserved our balance sheet value to date despite the impacts of COVID-19.		





#### **GLOBAL REAL ESTATE STRATEGY** 2022-2023

· Taking into account experiences from the 2020-2021 COVID-19 pandemic, we will execute operational, marketing, leasing and capital investment strategies to engage with our communities and increase the value of our real estate assets.

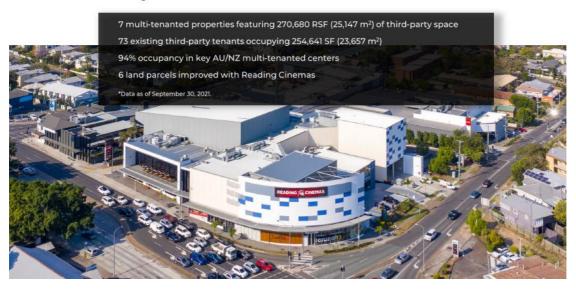
- Complete the leasing of 44 Union Square, our key New York City development project.
- · Advance re-development plans for our key assets in Wellington, NZ

newmorket CANNON PARK BELMINI



CINEMAS 5995 SEPULVEDA 44 UNION SQUARE VIADUCT STREET

## **AU/NZ REAL ESTATE PORTFOLIO**



# newmarket VILLAGE

## MIXED-USE DEVELOPMENT ANCHORED BY CINEMA IN BRISBANE CITY (QLD)

NEWMARKET VILLAGE ANCHORS AU REAL ESTATE PORTFOLIO



25.6% Reading Cinemas

22.8% Grocery & Drug store

19.4% Food & Beverage

■ 9.0% Office

■ 7.6% Medical related 5.7% Other Retail 3.5% Other Leisure

♦ 6.3% Vacant

Third Party Tenants

**Anchor Tenants** 

Coles Supermarket Reading Cinemas Newmarket Hotel by ALH

Net Rentable Square Feet 164,991 SF (15,328 m<sup>2</sup>)

91.5%\* Average Occupancy as of 9/30/2021

4.1 years\*\* Weighted Average Lease Term

7 New Leases - 01/01/2021 to 9/30/2021 11,581 SF (1,076 m²)

\*Excludes Reading Cinemas.
\*\* Reading Cinemas lease excluded from Weighted Average Lease Term.

#### CANNON PARK CINEMA ANCHORED CENTER IN TOWNSVILLE (QLD) **Third Party Tenants Anchor Tenants** Reading Cinemas Kingpin Queensland Gov't Dept of Transport Net Rentable Square Feet 133,032 SF (12,359 m<sup>2</sup>) 43.4% Leisure Average Occupancy as of 9/30/2021 95.5%\* 20.8% Reading Cinemas 21.0% Food & Beverage Weighted Average Lease Term 2.3 years\*\* 8.1% Service 3.2% Government Tenant 1,399 SF (130 m<sup>2</sup>) 1 New Lease - 01/01/2021 to 9/30/2021 X 3.6% Vacant 3 Renewed Leases - 01/01/2021 to 9/30/2021 11,388 SF (1,058 m<sup>2</sup>) \* Excludes Reading Cinemas. \*\* Reading Cinemas lease excluded from Weighted Average Lease Term.



## AU PROPERTY PORTFOLIO STRENGTHENS THROUGH COVID

- Regarding the total Moving Annual Turnover for the Trailing Twelve Months (TTM) ended September 30, 2021 for Newmarket Village, Cannon Park and Belmont Common combined:
  - Q3 2020 to Q3 2021 experienced a 9% increase vs. TTM Q3 2019 to Q3 2020
  - $\circ~$  Q3 2020 to Q3 2021 experienced a 7% increase vs. pre-COVID period TTM Q3 2018 to Q3 2019
- As AU borders remained closed, international travel spend was redistributed locally. Our centers benefitted from (i) essential service tenants like supermarkets that experienced record sales and (ii) the COVID-19 trend of shopping local and supporting local business.







#### **AU/NZ PROPERTY PORTFOLIO STRENGTHENS THROUGH COVID**

- Despite the COVID-19 impacts, during 2020 and 2021 we continued to enhance our property portfolio with new leases/lease renewals, resulting in a 94% occupancy rate across our AU/NZ Real Estate Portfolio.
- Between April 2020 and September 2021, we completed:
- 29 new leases (89,190 SF/8,286 m²) to either new operators or tenants with expiring leases; and
  - 9 lease renewals (30,516 SF/2,835 m²) with tenants exercising options.
  - Our standard lease structure incorporates fixed annual increases.





## AU PROPERTY PORTFOLIO STRENGTHENS THROUGH COVID

At Newmarket Village, Cannon Park and Belmont Common, between April 2020 and September 2021, 13 new leases (31,312 SF/2,909 m²) were signed with new operators, further enhancing offers in our centers and providing quality fitouts.



#### AU PROPERTY PORTFOLIO STRENGTHENS THROUGH COVID

At Newmarket Village, Cannon Park and Belmont Common, between April 2020 and September 2021, 8 existing tenants (18,794 SF/1,746  $m^2$ ) in AU exercised lease options and invested in new fitouts providing a foundation for long-term growth.







#### KEY PROPERTY ASSETS WELLINGTON, CAPITAL OF NEW ZEALAND

On a consolidated basis and through various subsidiaries, we own 161,071 SF of land of which 85,000 SF is improved with the Courtenay Central building, which includes Reading Cinemas (temporarily closed for seismic reasons) and 53,755 SF of retail space.

The 161,071 SF comprises three land parcels, which combined represent a rare pocket of flat land situated near the vibrant waterfront in the heart of Te Aro, Wellington CBD.

## KEY PROPERTY ASSETS WELLINGTON, CAPITAL OF NEW ZEALAND

Wellington remains a resilient global city, and although COVID-19 has impacted retail and commercial markets, the leasing market is showing signs of recovery.

- Te Aro is a neighborhood with a vibrant café culture, worldclass dining, breweries, roof-top bars, galleries and boutique retail; recreational opportunities, parks and Wellington's waterfront.
- Situated opposite our properties is Takina, the Wellington Convention and Exhibition Centre, a bold new NZ\$180 million venue with a targeted mid-2023 construction completion.
- Te Aro continues to be the location of multiple state-of-theart developments which are currently under construction.









Without incurring material development funds during the 2020-2021 COVID-19 pandemic, we continued to work through options to determine feasible development strategies.

- · In cooperation with the Wellington City Council:
  - We obtained, through our relevant subsidiaries, approval to use the Wakefield Street and Tory Street properties for parking for the next 15 years.
  - As a condition to these approvals, two urban activations on these properties are in progress and will provide an inviting temporary community space.
- We have been engaging in "without prejudice" discussions with Countdown supermarket, despite vigorously defending arbitration filed by Countdown's parent company.
- · Secured multi-year lease for digital billboard located on the Wakefield Street property.

## ELEVATING COMMUNITY BY ENGAGEMENT REMAINS CORE TO OUR PROPERTY PORTFOLIO STRATEGY

Despite the impacts and uncertainty of COVID-19, we continue to engage with our communities. We prioritize giving back to our local communities and loyal customers by marketing to their needs through the creation of memorable in-center and cinema cross promotion experiences.

- · Engage and enrich our communities.
- Connecting our customers to our centers and cinemas.
- Collaborate and support our tenants during COVID-19 and thereafter.
- Exploit the synergies between our cinema audiences and center customers.









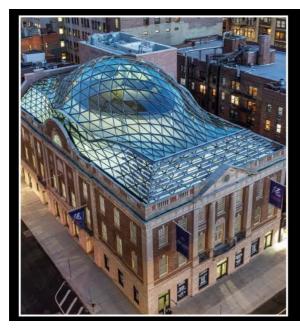


#### CONTINUED STRENGTHENING OF OUR INTERNAL PROPERTY TEAM

- Following an earlier transition of bringing our property management in-house, in April 2020 we also transitioned our property portfolio lease administration in-house.
- This resulted in financial efficiencies, improved third-party tenant relationships, reduced tenant arrears and improved internal property processes.







#### **US REAL ESTATE PORTFOLIO**

Up to 73,113 SF of net leasable area (inclusive of potential BOMA adjustments) comprised of retail & office

75% interest in a 21,000 SF NYC cinema building (with development potential of 80,000 SF, plus additional 16,000 SF of air rights) - Cinemas 123

9,000 SF Off Broadway style theater in NYC with one stage – Minetta Lane Theatre  $\,$ 

5,000 SF Off Broadway style theater in NYC with one stage – Orpheum Theatre

3,200 foot long and at least 70 foot wide elevated rail track in Philadelphia, PA - the Reading Viaduct  $\,$ 

24 Taxable Parcels in Philadelphia, PA surrounding or adjacent to the Viaduct

 $24,\!000$  SF Office Building in Culver City, CA (50% leased to third party)

\*Data as of December 7, 2021

#### **NEW YORK CITY - OFF-BROADWAY THEATRES** COMPANY OWNS LAND & BUILDINGS

#### ORPHEUM THEATRE (approx. 5,000 SF)

- One stage (347 seats) in the heart of New York City's East Village

- STOMP was one of the first long-running shows in NYC to take the stage following the start of the pandemic

#### MINETTA LANE THEATRE (approx. 9,000 SF)

- One stage (399 seats) in the heart of New York City's West Village
- For almost three decades, Orpheum has been home to STOMP
   Forced to temporarily close in March 2020 due to the COVID-19 pandemic, re-opened July 20, 2021
   STOMP was one of the first long-running shows in NYC to take the stage following the start of the pandemic









## 5995 SEPULVEDA

### 24,000 SF OFFICE BLDG. IN CULVER CITY, CA

- Culver City and neighboring Playa Vista are now home to Google, Facebook, Microsoft, IMAX, Vevo, Verizon, Electronic Arts, Sony, Apple, Amazon, HBO and TikTok.
- One full floor currently serves as one of the Company's operational and administrative centers and the other full floor is leased to WWP Inc., a leading beauty and personal care packaging company.





#### CINEMAS 123

## NEW YORK CITY PROPERTY ACROSS FROM BLOOMINGDALES

- 7,900 SF gross land area
- With inclusionary rights, we can build up to a maximum of approx. 96,000 RSF above grade.
- Though NYC commercial markets have been heavily impacted by COVID-19, we are confident in the long-term outlook for NYC.

  Development plans for Cinemas 123 will be on hold to allow market conditions.
- to normalize.
- As we monitor market conditions, we have been operating the property as Cinemas 123 by Angelika (3 screen specialized cinema) since March 2021.

#### READING VIADUCT & ADJACENT PROPERTIES PHILADELPHIA, PA

- Our Reading Viaduct is 3,200 feet in length and at least 70 feet wide. Several small parcels (which all have air rights) adjacent to the Viaduct are also owned by Reading.
- Center City District completed Phase One of Philadelphia's new elevated Rail Park.
- During the pandemic, we completed various demolition and clean up projects and retained a noted park designer to assist in master-planning the Viaduct.
   All Viaduct related properties are unencumbered.

#### **GLOBAL CINEMA STRATEGY**

2022-2023

- Proactively adjust our operating, programming and marketing strategies to take into account the wide-ranging impacts of the 2020-2021 COVID-19 crisis, including building long-term guest confidence in a safe and responsible cinema environment.
  - ullet Improve operating income by focusing on strategic initiatives developed during COVID-19.
    - Grow cinema-based business through a disciplined approach to renovations and new opportunities.









## **GLOBAL CINEMA PORTFOLIO**

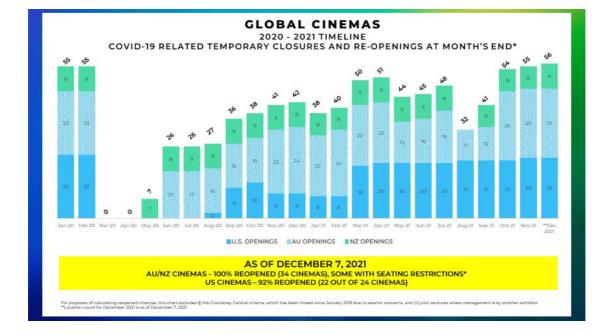
# 62 MOVIE THEATERS (510 SCREENS) ACROSS AUSTRALIA, NEW ZEALAND AND THE UNITED STATES







# INTERNATIONAL PORTFOLIO AU AND NZ ARE TWO STABLE ECONOMIES WITH STRONG LOCAL FILM PRODUCTION, ENHANCING PROGRAMMING LED BY HOLLYWOOD MOVIES • 60% of our Total Theater Revenues generated in AU and NZ\* OWNERSHIP VS. LEASING REDUCES MONTHLY OCCUPANCY COSTS, PROVIDES FINANCING FLEXIBILITY • We own land underlying 16% of our cinemas\* SPECIALTY AND COMMERCIAL PROGRAMMING INTERNAL BOX OFFICE DIVERSIFICATION, CUSTOMER PROFILE GENERATES HIGHER SPENDS PER PATRON • Inspired by our Angelika Film Center brand, approx. 20% of our cinemas reflect a strong arthouse programming \*\*Notes: | International Programming | I



#### **GLOBAL CINEMAS**

OPERATIONAL STATUS AS OF DECEMBER 7, 2021

CINEMA DIVISION	COUNTRY VACCINATION RATE	OPERATIONAL STATUS	PROOF OF VACCINATION REQUIREMENTS (GUESTS & STAFF)	MASK REQUIREMENTS	APPLICABLE SEATING RESTRICTIONS
Australia	86.9% of people 12+ fully vaccinated 74% of all people fully vaccinated	100% of circuit re-opened	YES - NSW, VIC, QLD (as of December 17) NO - WA, SA, TAS	YES – SA, NSW (until December 15) NO – VIC, QLD, WA, TAS	NONETODAY
New Zealand	88% of people 12+ fully vaccinated 75.9% of all people fully vaccinated	Removing Courtenay Central from count (which is temporarily closed for seismic reasons), 100% of circuit re-opened	YES	YES-Lynn Mall & Rotorua NO - Other NZ cinemas	Lynn Mall & Rotorua - 100 people per auditorium (based on 1m physical distancing) NO - Remainder of NZ
United States	63.8% of people 5+ fully vaccinated 60% of all fully vaccinated	Except for Kapolei (temporarily closed for renovation) and Koolau (pending landlord discussions), 92% of circuit re-opened	YES - NYC, Hawaii NO - CA, TX, VA, DC, NJ	YES - Hawaii, Dallas NO - NYC, DC, VA, NJ, CA, Plano	NONE TODAY

2021 GLOBAL INDUSTRY BOX OFFICE RECOVERING
COVID-19 DECIMATED THE 2020 INDUSTRY BOX OFFICE,
BUT 2021 IS BOUNCING BACK

	2020 BOX OFFICE	YTD NOVEMBER 2021 BOX OFFICE	10	ASS	
Global	\$12.2 billion (down 72% vs. 2019)	\$17.3 billion (down 60% vs. 2019)	1	S Un c	4
North America	\$2.3 billion (down 81% vs. 2019)	\$3.6 billion (down 64% vs. 2019)	au Au		EMM
Australia	AU\$404.0 million (down 67% vs. 2019)	AU\$495.7 million (down 55% vs. 2019)		CODZILLA: KONG	F
New Zealand	NZ\$74.4 million (down 64% vs. 2019)	NZ\$87.3 million (down 53% vs. 2019)	CAYENOM S	E REAL PROPERTY OF THE PERTY OF	6

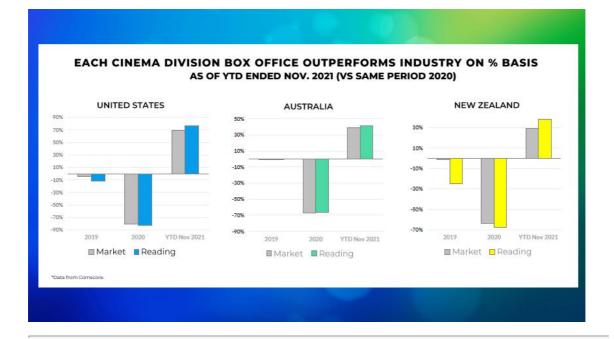
### 2021 GLOBAL INDUSTRY BOX OFFICE RECOVERING

ANTICIPATED BLOCKBUSTERS PREMIERING IN LAST DAYS OF 2021







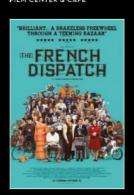




### ANGELIKA FILM CENTER & CAFE

#### ANGELIKA - OUR SPECIALTY BRAND

SPECIALTY FILM TITLES HAVE SHOWED STRENGTH IN 2021



THE FRENCH DISPATCH \$143,000 - Opening Week Box Office at Angelika NYC – Eighth highest Opening Week in the last decade.



LICORICE PIZZA \$131,000 - Opening Week Box Office at Village East by Angelika – Fourth highest Opening Week in last decade.



ROADRUNNER \$63,000 - Opening Week Box Office at Angelika NYC – Second highest Opening Week since April 1, 2020.



#### 2020-2021 - AU/NZ FILM PRODUCTION SUPPORTS LOCAL BOX OFFICE

WE ANTICIPATE AN INCREASING FUTURE CONTRIBUTION BY AU/NZ FILM PRODUCTION TO LOCAL EXHIBITORS







PENGUIN BLOOM With A\$7.5 million in box office, it was #20 highest grossing AU film



RAMS Generated A\$4.7m in AU and NZ\$1.1m in NZ



SAVAGE
With NZ\$1.6 million in
box office, the highest
grossing New Zealand
made film of 2020 and in
the 2020 Top 20 highest
grossing films in NZ



COUSINS
With NZ\$1.6 million at the box office, the highest grossing New Zealand made film of 2021 and in the 2021 Top 20 highest grossing films in NZ

### THE EVOLVING THEATRICAL WINDOW

- Major Studios/Specialty Distributors continue to publicly and privately recognize that the event of watching a movie in a Big Screen environment with a shared audience has played and will continue to play an essential part in the distribution of entertainment.
- Economics of releasing tentpole films require a theatrical engagement.
- The pent-up demand was demonstrated by our Q3 and Q4 2021 US box office results
  - o October 2021 best attended month for our US Cinemas since start of pandemic
  - Presales for Spider-man: No Way Home have been substantially stronger than any movie since pandemic began

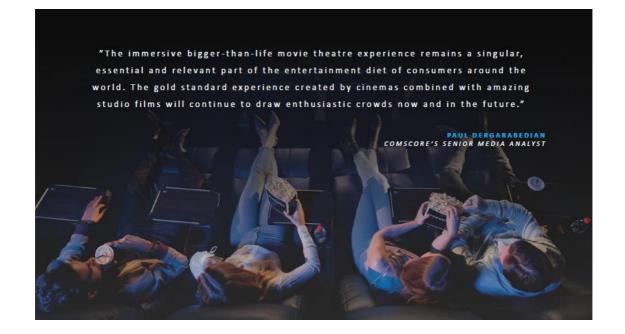




Due to the various 2021 COVID lockdowns in AU, our AU Reading Cinemas circuit was negatively impacted by (i) 431 days of cinema closures and (ii) studio movie release changes.

As of October 29, 2021, all Reading Cinemas in Australia had re-opened. Movies releasing in November in AU included: No Time to Die, Eternals, Venom and Boss Baby.

AU READING CINEMAS NOVEMBER 2021 BOX OFFICE CIRCUIT BOX OFFICE 3% INCREASE VS. 2019



### AFTER SIGNIFICANT INVESTMENT IN OUR CINEMA PORTFOLIO SINCE 2015, CIRCUIT IS READY FOR POST COVID-19 RECOVERY

#### RECLINER SEATING

- 31% of AU/NZ screens feature Luxury Recliner Seating

#### PREMIUM LARGE FORMAT (PLF) SCREENS

- 33% of US theaters feature at least one PLF auditorium (IMAX, TITAN LUXE or TITAN XC)
   53% of AU/NZ theaters feature a PLF Auditorium (TITAN XC or LUXE)

#### ELEVATED FOOD & BEVERAGE

- 75% of US cinemas offer enhanced F&B menus (including liquor)
   53% of AU/NZ cinemas offer enhanced F&B menus
   58% of our global cinemas serve liquor











# US CINEMAS UPGRADED THROUGH COVID-19 TWO CONSOLIDATED THEATRES IN HAWAII RENOVATED

- Consolidated Theatres at the Kahala Mall re-opened November 2021
  - o All eight screens converted to luxury recliners
  - o F&B elevated with creation of dine in Café & Bar
  - Lobby renovated
- Consolidated Theatres at Kapolei Entertainment Center expected to re-open January 2022 post renovation



#### 2020-2021 - F&B FOCUS DRIVES RECORD SPEND PER PATRON AGAIN

RECORD F&B SPEND PER PATRON SET BY EACH DIVISION



#### READING CINEMAS DEVELOPMENT PIPELINE CONTINUES IN AU THROUGH COVID-19

#### TWO NEW READING CINEMAS OPENED, ONE SCHEDULED TO OPEN BEFORE YEAR END AND ONE ANNOUNCED

- Reading Cinemas with TITAN LUXE at DFO in Jindalee (QLD)
- Reading Cinemas with TITAN LUXE at Millers Junction Village in Altona (VIC)
- Reading Cinemas in Traralgon CBD (VIC) to open before year end 2021
- Reading Cinemas with TITAN LUXE at Busselton Central 2022







#### **FUTURE FOCUS ON EXPANDING ANGELIKA BRAND**

THE CURATED FOCUS OF THE ANGELIKA IS ON INDEPENDENT AND GLOBAL FILM, DOCUMENTARIES & THE MORE SPECIALIZED MOVIES FROM MAJOR STUDIOS



- Repositioned select theaters to incorporate Angelika branding
- First new international state-of-the-art Angelika opens late 2022
- Following December 2020 launch in US, Angelika Anywhere to launch in AU by end of 2021 and NZ in 2022
- Angelika membership program expanded by adding US in early 2022





# FUTURE FOCUS ON EXPANDING ANGELIKA BRAND REBRANDED CERTAIN THEATERS

In 2021, we rebranded certain existing theaters with a strong and historic focus on curated specialty programming consistent with Angelika's mission.

Rebranding offers operational efficiencies and increased global audience for more effective strategic marketing.









#### **FUTURE FOCUS ON EXPANDING ANGELIKA BRAND**

#### FIRST NEW INTERNATIONAL STATE-OF-THE-ART ANGELIKA TO OPEN





- First international Angelika Film Centre opens in Brisbane area (QLD) in late 2022 in the sophisticated mixed-use development, South City Square
- 8 screens featuring all luxury recliners
- · Elevated F&B offer
- Elegant and chic lobby lounge
- Curated specialty film programming in line with Angelika mission

### FUTURE FOCUS ON EXPANDING ANGELIKA BRAND STREAMING SERVICE LAUNCHES AU/NZ



- Angelika Anywhere is a streaming service and digital video store curated for film lovers and inspired by the community that, for the last 30 years, has supported NYC's Angelika Film Center, the most recognized dedicated arthouse in the world.
  - Angelika Anywhere launched in the US in December 2020.
- Angelika service offers transactional video-on-demand rentals and digital purchases of films. Not subscription based or ad-supported.
  - Angelika Anywhere will launch in AU by end of 2021 and in NZ during the first half of 2022.



#### **FUTURE FOCUS ON EXPANDING ANGELIKA BRAND**

MEMBERSHIP PROGRAM LAUNCHES IN US





- The State Cinema by Angelika Membership Program is a paid annual membership program.
- During Q1 2022, an Angelika Membership Program will launch in the US.

### CONTINUATION OF CERTAIN COVID-19 INITIATIVES: CONTACTLESS TRANSACTIONS



- As communities faced COVID-19 challenges, we attempted to provide contact-free alternatives in our cinemas.
- In Q4 2020, we launched ordering F&B online on our US based app. We are further refining the US based app to ensure that we can maximize revenues from the app.
- In Q4 2021, we launched mobile F&B ordering in AU and NZ. The sales via mobile ordering to date have been encouraging.



# CONTINUATION OF CERTAIN COVID-19 INITIATIVES: PRIVATE WATCH PARTIES

- As communities faced COVID-19 challenges, we took into account the varying comfort levels of different audience members and created a range of private auditorium rental options.
- US website/app modifications completed to allow guests to instantly book Private Watch Parties online with current film titles. And, functionality to be added in AU/NZ in 2022.
- With theater management coordination, we created bespoke private screening options for guests, including private auditorium rentals for "Gaming on Big Screen."







# CONTINUATION OF CERTAIN COVID-19 INITIATIVES: CREATIVE PROGRAMMING AND EXPERIENCES









Due to lack of major studio content during the COVID-19 crisis, our global programming teams were able to create programs or series based on major studio library titles to keep audiences engaged with our brands.

We will continue to focus on delighting our cinema guests with creative and exclusive programs and experiences.



#### SUMMARY FINANCIAL DATA

STATEMENT OF OPERATIONS	NINE MONTHS ENDED SEPTEMBER 30,					
(\$ in thousands, except per share data)	2021	2020	2019			
Revenues	\$ 89,142	\$ 62,841	\$ 207,886			
Operating Income (Loss)	(37,461)	(46,610)	7,209			
Interest Expense, net	(10,437)	(6,176)	(5,924)			
Gain (Loss) on Sale of Assets and Other Income (Expense)	94,581	(187)	190			
Income Tax (Expense) Benefit	(12,380)	5,070	(1,101)			
Net Income (Loss) Attributable to Reading International, Inc.	31,572	(47,806)	1,057			
Earnings (Loss) Per Share	1.45	(2.20)	0.05			
EBITDA	71,400	(30,551)	24,952			
Adjusted EBITDA <sup>(1)</sup>	\$ 71,428	\$ (30,315)	\$ 25,734			

Source: Form 10-Q for the quarter and nine months ended September 30, 2021.

Hor Adjusted EBITDA, for YTD Sep 2021 we have added back legal foes of \$0.03 million, for YTD Sep 2020 we have added back legal fees of \$0.24 million, and for YTD Sep 2019 we have added back legal fees of \$0.24 million, and for YTD Sep 2019 we have added back legal fees of \$0.24 million.

#### SUMMARY FINANCIAL DATA

STATEMENT OF OPERATIONS	YEAR ENDED DECEMBER 31,			
(\$ in thousands, except per share data)	2020	2019		
Revenues	\$ 77,862	\$ 276,768		
Operating Income (Loss)	(61,313)	9,123		
Interest Expense, net	(9,354)	(7,904)		
Gain (Loss) on Sale of Assets and Other Income (Expense)	292	323		
Income Tax (Expense) Benefit	4,967	(28,837)		
Net Income (Loss) Attributable to Reading International, Inc.	(65,200)	(26,429)		
Earnings (Loss) Per Share	(3.00)	(1.17)		
EBITDA	(38,496)	33,059		
Adjusted EBITDA <sup>(1)</sup>	\$ (38,902)	\$ 34,024		

Source: Form 10-K for year ended December 31, 2020. III For Adjusted EBITDA, for 2020 we have removed legal fees of \$0.4 million and for 2019 we have added back legal fees of \$1.0 million

#### SUMMARY BALANCE SHEET

(\$ in thousands)	9/30/2021	12/31/2020	12/31/2019	
Cash and Cash Equivalents	\$ 90,887	\$ 26,826	\$ 12,135	
Receivables	2,565	2,438	7,08	
Other Current Assets	12,033	27,203	7,779	
Total Current Assets	105,485	56,467	26,999	
Operating Property, Net	306,610	353,125	258,138	
Operating Lease Right-Of-Use Assets	226,855	220,503	229,87	
Investment and Development Property, Net	9,647	11,570	114,024	
Investment in Unconsolidated Joint Ventures and Entities	4,882	5,025	5,069	
Other Assets	41,682	43,479	40,880	
Total Assets	\$ 695,161	\$ 690,169	\$ 674,98	
Total Current Liabilities less Current Debt	\$ 97,382	\$ 78,308	\$ 73,75	
Total Debt - Current and Long-Term Portion	242,627	282,583	207,012	
Operating Lease Liabilities - Non-Current Portion	222,918	212,806	223,164	
Other Long-Term Liabilities	28,661	35,299	31,440	
Total Stockholders Equity	103,573	81,173	139,61	
Total Liabilities & Stockholders Equity	\$ 695,161	\$ 690,169	\$ 674,98	

Sources: Form 10-Q for the quarter and nine months ended September 30, 2021 and Form 10-K for the year ended December 31, 2020

### READING INTERNATIONAL DEBT

**DEBT SUMMARY** 

		AS OF SEPTEMBER 30, 2021					AS OF DECEMBER 31, 2020			
(\$ in thousands)	Corporate and/or Property Debt	Expiration Year	Contractual Capacity	Capacity Used	Unused Capacity	Contractual Capacity	Capacity Used	Unused Capacity		
Trust Preferred Securities	С	2027	\$ 27,913	\$ 27,913	\$ -	\$ 27,913	\$ 27,913	\$ -		
5995 Sepulveda	Р	2027	9,000	9,000	-	9,186	9,186			
44 Union Square <sup>(1)</sup>	P	2024	55,000	43,000	12,000 (3)	50,000	40,623	9,377		
Bank of America	С	2023	60,000	47,800	12,200 <sup>(4)</sup>	60,000	56,200	3,800		
Purchase Money Promissory Note	С	2024	2,216	2,216	Ţ	2,883	2,883			
Cinemas 1, 2, 3	Р	2022	24,189	24,189	-	24,625	24,625	-		
National Australia Bank (2)	С	2023	74,087	74,087	Į.	94,821	92,508	2,313		
Westpac Bank (2)	C/P	2023	9,548	9,548		23,021	23,021	-		
Minetta & Orpheum	Р	2023	8,000	8,000		8,000	8,000			
Total			\$ 269,953	\$ 245,753	\$ 24,200	\$ 300,449	\$ 284,959	\$ 15,490		

Source: Form 10-Q for the period ended September 30, 2021, and Form 10-K for the year ended December 31, 2020

(I) On May 7, 2021, the loan was converted to a new loan facility.

The borrowings are denominated in foreign currency. The contractual capacity and capacity used were translated into U.S. dollars based on the applicable exchange rates as of September 30, 2021 and December 31, 202

(4) The Bank of America line of credit was subsequently converted to a term loan.

### SUBSEQUENT TO OUR SEPTEMBER RESULTS, WE AMENDED THE FOLLOWING LOAN AGREEMENTS:

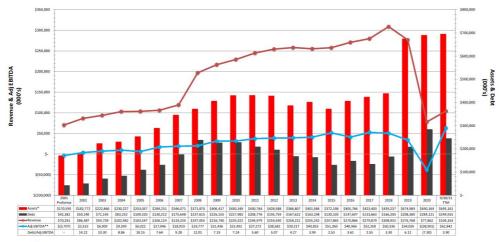
#### Bank of America

- On November 8, 2021, we amended our credit agreement with Bank of America. This new amendment replaces all of the required covenants with a single liquidity covenant and the loan has now been converted into a term loan.
- o We repaid \$2.8 million on November 8, 2021, as well as \$0.5 million on December 1, 2021.
- o On November 8, 2021, we repaid in full \$5.0 million and retired our Bank of America line of credit.
- o Currently, our Bank of America loan balance is \$39.5 million.

#### National Australia Bank

 On November 2, 2021, NAB modified our Fixed Charge Cover Ratio and Leverage Ratio covenants, reducing the measurement requirements and in some instances removing the requirement to test.

#### 2001-SEP 2021 TTM YEARLY FINANCIAL TREND in US\$



Notes

ata presented above have been adjusted to reflect adjustments, if any, to prior years based on the latest K's and Q's.

\*Asset Value reflects amounts set forth in Reading public filings (10-Ks and 10-Os), in many instances, the amounts do not reflect today's market values or take into account potential development value. Starting in 2019 leases are capitalized on our balance sheet.

\*\*For Adjusted ERIDA, for TIM Sep 2021 we have added back legal fees of \$0.0 imilion; 2000 we have removed legal fees of \$0.0 imilion; 2009 we have added back legal fees of \$3.0 million; 2019 we have added back legal fees of \$



THE CORE VALUES & GUIDING PRINCIPLES INSPIRED BY OUR FOUNDER SUPPORTED US THROUGH COVID-19 CRISIS AND RECOVERY

EMPATHETIC approach to our stakeholders

ENTREPRENEURIAL approach to our business

EDUCATED analysis underpins our strategies

ENGAGING our guests is paramount to our success

EXECUTION is a focus of our multi-year strategy

EXTENDED VIEW means pursuing a long-term value strategy

JAMES J. COTTER SR.

OUR CONTROLLING STOCKHOLDERS REMAIN COMMITTED TO THE PRESERVATION OF LONG-TERM STOCKHOLDER VALUE

