FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549	
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STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

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

								,													
1. Name and Address of Reporting Person* SMERLING ROBERT F					2. Issuer Name and Ticker or Trading Symbol READING INTERNATIONAL INC [RDI]									eck all appl Direc	icable) or	g Pers	son(s) to Iss	wner			
(Last) 5995 SEI	(F PULVEDA	,	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/11/2024] :	below	r (give title r) resident -	U.S. (Other (s below) Cinemas	specify	
SUITE 300				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Line	6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)	R CITY C	'A	90230														filed by Mor		orting Person One Repo	- 1	
(City) (State) (Zip)				Ru	Rule 10b5-1(c) Transaction Indication																
Check this bos satisfy the affir																	tion or written	plan t	hat is intende	ed to	
		Tab	le I - Non	-Deriv	ative	e Se	curiti	es Ac	quir	red, D	isp	osed c	of, or I	3en	eficial	y Owne	d				
1. Title of Security (Instr. 3) 2. Transa Date (Month/D				Execution Date,			, T	Transaction Dispose Code (Instr. 5)		Dispose	urities Acquired (A) sed Of (D) (Instr. 3, 4			Benefic Owned	es For ially (D) Following (I) (n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership			
							С	Code	′	Amount	Amount (A) or (D)		Price	Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)			
Class A N	lon-Voting	Common Stock		03/1	/2024				M		4,783	783 A		(1)	42,286			D			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
Derivative Conversion Date Execution Date, T Security or Exercise (Month/Day/Year) if any C					ransaction of code (Instr. Derivative			Expiration Date Am (Month/Day/Year) Sec Unit			7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	s B Ily	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)			
					Code	ode V (A) (D)		Date Exerc			opiration	Amount or Number of Shares		r lumber f							
Restricted Stock Units	(1)	03/11/2024			M			4,783	(2))(3)(4)		(2)(3)(4)	Class A Non- Voting Commo	g 4	4,783	\$0	0		D		

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 the unit.
- 2. As previously reported, a total of 25,511 restricted stock units were granted on March 10, 2020 pursuant to the Company's 2010 Stock Incentive Plan. Of that amount, (i) 19,134 restricted stock units vest in four equal annual installments commencing on March 10, 2021, March 10, 2022, March 10, 2023, and March 11, 2024; and (ii) 6,377 performance based restricted stock units (PRSU) vest on the third anniversary of the Date of Grant, March 10, 2023; provided that (a) the reporting person has not undergone a termination of her service at the vesting date (or earlier accelerating event), and (b)(1) one third of the performance criteria (PRSU Criteria) has been met and certified by the Compensation and Stock Option Committee (Committee) for the year ended December 31, 2020, such determination to be made before March 10, 2021;
- 3. and (2) two thirds of the PRSU Criteria shall be based upon performance for the two remaining calendar years (2021 and 2022) under objective performance criteria to be established by the Committee, and shall be subject to the certification by the Committee that such PRSU Criteria, or portion thereof (stated as a percentage), has been met. The Committee must certify on or before March 10, 2023 the percentage of the PRSU Criteria which has been met for the calendar years 2021 and 2022. On March 9, 2022, the Committee determined and certified that the report person met 100% of the PRSU criteria for the year ended December 31, 2021. On March 9, 2023, the Committee determined and certified that the reporting person met 15% of PRSU criteria for the year ended December 31, 2022. The reporting person previously reported all 25,511 restricted stock units (including 6,377 PRSUs) in Table II of Form 4 dated March 12, 2020.
- 4. 4,783 restricted stock units are fully vested on March 11, 2024 and the underlying shares of Class A Common Stock in Reading International, Inc. will be delivered to the reporting person in accordance with their irrevocable deferral election

** 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.