

MATYCZYNSKI ANDRZEJ J
 Form 4
 March 23, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 MATYCZYNSKI ANDRZEJ J

2. Issuer Name and Ticker or Trading Symbol
 READING INTERNATIONAL INC
 [RDI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 500 CITADEL DRIVE, SUITE 300
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/19/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Financial Officer

COMMERCE, CA 90040

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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)	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 Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Class A Nonvoting Common Stock	03/19/2010		M		2,000 A \$ 2.76	16,461	D
Class A Nonvoting Common Stock	03/19/2010		S		2,000 D \$ 4.4	14,461	D
Class A Nonvoting Common Stock	03/22/2010		M		2,735 A \$ 2.76	17,196	D

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Class A
Nonvoting
Common
Stock 03/22/2010 S 2,735 D \$ 4.4 14,461 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 2.76	03/19/2010		M	2,000	11/18/2000 04/12/2010	Class A Nonvoting Common Stock 11,700
Stock Option (Right to Buy)	\$ 2.76	03/22/2010		M	2,735	11/18/2000 04/12/2010	Class A Nonvoting Common Stock 9,700
Stock Option (Right to Buy)	\$ 2.76					11/18/2001 04/12/2010	Class A Nonvoting Common Stock 5,000
Stock Option (Right to Buy)	\$ 2.76					11/18/2002 04/12/2010	Class A Nonvoting Common Stock 5,000
Stock Option (Right to Buy)	\$ 2.76					11/18/2003 04/12/2010	Class A Nonvoting Common Stock 5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MATYCZYNSKI ANDRZEJ J 500 CITADEL DRIVE SUITE 300 COMMERCE, CA 90040			Chief Financial Officer	

Signatures

/s/ Andrzej Matyczynski	03/23/2010
**Signature of Reporting Person	Date

Explanation of Responses:

* 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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