READING INTERNATIONAL INC
Form 4
September 17, 2014

FORM 4

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

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
COTTER MARGARET

(Last) (First) (Middle)

6100 CENTER DRIVE, SUITE 900

(Street)

LOS ANGELES, CA 90045

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
09/13/2014

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director
_____ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

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

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	09/13/2014		W(1)		0	A	$ 0	0 (1)	I	Trustee and Beneficiary of the James J. Cotter Living Trust (1)
Class B Voting Stock	09/13/2014		W(1)		409,555	A	$ 0	409,555 (1)	I	Trustee and Beneficiary of the James J. Cotter Living Trust (1)

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

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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
Employee Stock Options (Right to Buy)	$ 0	09/13/2014		W[(1)]		40,000		09/13/2014	09/14/2020	Class B Voting Stock	0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COTTER MARGARET 6100 CENTER DRIVE SUITE 900 LOS ANGELES, CA 90045	X			

Signatures

Margaret Cotter	09/17/2014
**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).

(1) Ms. Cotter is a Trustee and Beneficiary of the James J. Cotter Living Trust,dated August 1, 2000, as amended, (the "Trust"). The Trust currently owns 2,115,539 shares of Class A Non-Voting Common Stock, 1,023,888 shares of Class B Voting Common Stock, and options to acquire 100,000 shares of Class B Voting Stock. The Class B Voting Stock and options to acquire Class B Voting Stock are held for the benefit of Mr. James J. Cotter, Sr.'s grandchildren. The extent of any pecuniary interest in any Class A Non-Voting Stock to

Ms. Cotter is dependent upon certain factors yet to be resolved. Accordingly, the extent of her pecuniary interest in the Class A Common Stock is not currently known. Ms. Cotter, due to the status of her children as beneficiaries with respect to the Class B Voting Stock and options, has a pecuniary interest equal to her children's pecuniary interest in such securities; currently 40%.

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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