

READING INTERNATIONAL INC
 Form 4/A
 November 17, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

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).

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 *
 Cotter James J JR

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)
 SHEPPARD, MULLIN, RICHTER & HAMPTON LLP, 12275 EL CAMINO REAL, SUITE 200

3. Date of Earliest Transaction (Month/Day/Year)
 06/04/2015

Director 10% Owner
 Officer (give title below) Other (specify below)
 See Remarks

(Street)
 SAN DIEGO, CA 92130

4. If Amendment, Date Original Filed(Month/Day/Year)
 07/16/2015

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 | (D) | Price |
| Class A Nonvoting Common Stock | 06/04/2015 | | M | | 12,500 | A | \$ 3.87 845,461 |
| Class A Nonvoting Common Stock | 06/04/2015 | | F | | 6,632 | D | \$ 14.06 838,829 |
| Class A Nonvoting | 06/04/2015 | | M | | 50,000 | A | \$ 6.31 888,829 |

Common
Stock

Class A

Nonvoting
Common
Stock

06/04/2015

F

32,149 D

\$
14.06

856,680

D

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

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (Right to Buy) ⁽¹⁾ | \$ 3.87 | 06/04/2015 | | M | 12,500 | 07/06/2010 07/05/2015 | Class A Nonvoting Common Stock | 12,500 |
| Stock Option (Right to Buy) ⁽¹⁾ | \$ 6.31 | 06/04/2015 | | M | 50,000 | 06/03/2013 06/02/2018 | Class A Nonvoting Common Stock | 50,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cotter James J JR SHEPPARD, MULLIN, RICHTER & HAMPTON LLP 12275 EL CAMINO REAL, SUITE 200 SAN DIEGO, CA 92130 | X | X | See Remarks | |

Signatures

/s/ James J.
Cotter, Jr.

11/17/2015

__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) 2010 Stock Incentive Plan.

Remarks:

On June 18, 2015, the issuer disclosed in a Current Report on Form 8-K that, on June 12, 2015, the board of directors of the issuer

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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