

READING INTERNATIONAL INC  
Form 4  
January 19, 2007

**FORM 4**

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

OMB APPROVAL

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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 \*  
COTTER JAMES 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)  
12/15/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Executive 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class B Voting Common Stock						I	
					1,023,888		
							James J. Cotter Living Trust
Class A Nonvoting Common Stock	12/15/2006		G		1,200	D	\$ 0
					2,250,073		
							James J. Cotter Living Trust
Class A Nonvoting Common Stock	12/22/2006		G		4,000	D	\$ 0
					2,246,073		
							James J. Cotter Living Trust

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Class A Nonvoting Common Stock	12/22/2006	G	<u>15,200</u> <sup>(1)</sup>	D	\$ 0	2,230,873	I	James J. Cotter Living Trust
Class A Nonvoting Common Stock	12/22/2006	J	<u>15,200</u> <sup>(1)</sup>	A	\$ 0	175,200	I	James J. Cotter Foundation
Class A Nonvoting Common Stock	12/25/2006	G	1,200	D	\$ 0	2,229,673	I	James J. Cotter Living Trust
Class A Nonvoting Common Stock	01/17/2006	J	<u>16,047</u> <sup>(2)</sup>	A	\$ 7.79	16,047	D	
Class A Nonvoting Common Stock						10,000	I	Cotter Enterprises, LLC
Class A Nonvoting Common Stock						1,565,782	I	Hecco Ventures <sup>(3)</sup>
Class A Nonvoting Common Stock						29,730	I	Profit Sharing Plan

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

**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 control number.**

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code V (A) (D)				

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COTTER JAMES J 500 CITADEL DRIVE SUITE 300 COMMERCE, CA 90040	X	X	Chief Executive Officer	

## Signatures

/s/ James J.  
Cotter

01/19/2007

\*\*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) The James J. Cotter Living Trust gave 15,200 shares of Class A Nonvoting Stock to a charitable foundation, the James J. Cotter Foundation. Mr. Cotter is the sole trustee of the foundation.

(2) Mr. Cotter received 16,047 shares of Class A Nonvoting Common Stock pursuant to a stock-based bonus approved by the Company's Compensation Committee on July 18, 2005. Details of the bonus are described in the Compensation Committee Reports in the Company's 2005 and 2006 proxy statements.

(3) Mr. Cotter is the general partner of a limited partnership which is, in turn, the general partner of Hecco Ventures, a California partnership. Mr. Cotter has voting power over the shares owned by Hecco Ventures. His interest varies from time to time depending upon the extent of his capital account in the limited partnership and of the limited partnership's capital account in Hecco Ventures.

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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