

Tompkins Sidney Craig
 Form 3
 May 16, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|--|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Tompkins Sidney Craig</p> <p>(Last) (First) (Middle)</p> <p>5995 SEPULVEDA BLVD,Â SUITE 300</p> <p>(Street)</p> <p>CULVER CITY,Â CAÂ 90230</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/08/2018</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>READING INTERNATIONAL INC [RDI]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP, General Counsel</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Class A Non-Voting Stock | 55,825 | I | Various retirement accounts |
| Class A Non-Voting Stock | 3,288 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

Edgar Filing: Tompkins Sidney Craig - Form 3

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|---------------------------------|----------------------------|---------------------|---|---|
| Restricted Stock Units | Â (1) | Â (1) | Class A Non-Voting Common Stock | 2,817 | \$ 0 | D | Â |
| Stock Option; Right to Buy; Class A Non-Voting Common Stock | Â (2) | 03/22/2022 | Class A Non-Voting Common Stock | 17,341 | \$ 15.97 | D | Â |
| Restricted Stock Units | Â (3) | Â (3) | Class A Non-Voting Common Stock | 5,545 | \$ 0 | D | Â |
| Stock Option; Right to Buy; Class A Non-Voting Common Stock | Â (4) | 08/28/2022 | Class A Non-Voting Common Stock | 19,921 | \$ 15.67 | D | Â |
| Restricted Stock Units | Â (5) | Â (5) | Class A Non-Voting Common Stock | 3,649 | \$ 0 | D | Â |
| Stock Option; Right to Buy; Class A Non-Voting Common Stock | Â (6) | 04/11/2023 | Class A Non-Voting Common Stock | 15,748 | \$ 16.44 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Tompkins Sidney Craig 5995 SEPULVEDA BLVD SUITE 300 CULVER CITY, CA 90230 | Â | Â | Â EVP, General Counsel | Â |

Signatures

/s/ S. Craig
Tompkins

05/16/2018

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Granted pursuant to the Company's 2010 Stock Incentive Plan, vesting in four equal annual installments commencing on the first anniversary of the Date of Grant, March 23, 2017. Original grant was for 3,757 restricted stock units. The first installment vested on March 23, 2018, and the next three installments vest on March 23, 2019, March 23, 2020 and March 23, 2021.

(2) Granted pursuant to the Company's 2010 Stock Incentive Plan, vesting in four equal annual installments commencing on the first anniversary of the Date of Grant, March 23, 2017. Original grant was for 17,341 stock options. The first installment became exercisable on March 23, 2018, and the next three installments become exercisable on March 23, 2019, March 23, 2020 and March 23, 2021.

(3) Granted pursuant to the Company's 2010 Stock Incentive Plan, vesting in four equal annual installments commencing on the first anniversary of the Date of Grant, August 29, 2017. Original grant was for 7,394 restricted stock units. The first installment vested on August 29, 2017, and the next three installments vest on August 29, 2018, August 29, 2019 and August 29, 2020.

(4) Granted pursuant to the Company's 2010 Stock Incentive Plan, vesting in four equal annual installments commencing on the first anniversary of the Date of Grant, August 29, 2017. Original grant was for 19,921 stock options. The first installment became exercisable on August 29, 2017, and the next three installments become exercisable on August 29, 2018, August 29, 2019 and August 29, 2020.

(5) Granted pursuant to the Company's 2010 Stock Incentive Plan, vesting in four equal annual installments commencing on the first anniversary of the Date of Grant, April 12, 2018. The restricted stock units vest on April 12, 2019, April 12, 2020, April 12, 2021 and April 12, 2022.

(6) Granted pursuant to the Company's 2010 Stock Incentive Plan, vesting in four equal annual installments commencing on the first anniversary of the Date of Grant, April 12, 2018. The options become exercisable on April 12, 2019, April 12, 2020, April 12, 2021 and April 12, 2022.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.