

READING INTERNATIONAL INC

Form 5

March 17, 2015

**FORM 5****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**Check this box if  
no longer subject  
to Section 16.Form 4 or Form  
5 obligations  
may continue.See Instruction  
1(b).Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported**ANNUAL 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

OMB  
Number: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
MATYCZYNSKI ANDRZEJ J

(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. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/20144. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Chief Financial Officer

6. Individual or Joint/Group Reporting

(check applicable line)

☒ 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<br>Security<br>(Instr. 3)    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at<br>end of<br>Issuer's<br>Fiscal Year<br>(Instr. 3 and<br>4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------|
| Class A<br>Non-Voting<br>Common<br>Stock | 01/28/2014                              | Â                                                           | P5                                      | 14 A \$ 7.55                                                            | 25,658                                                                                                             | D                                                                          | Â                                                                 |
| Class A<br>Non-Voting<br>Common          | 02/25/2014                              | Â                                                           | P5                                      | 14 A \$ 7.35                                                            | 25,672                                                                                                             | D                                                                          | Â                                                                 |

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Stock

Class A  
Non-Voting  
Common  
Stock

03/25/2014     Â     P5     14     A     \$ 7.49     25,686     D     Â

Class A  
Non-Voting  
Common  
Stock

04/22/2014     Â     P5     14     A     \$ 7.18     25,700     D     Â

Class A  
Non-Voting  
Common  
Stock

05/27/2014     Â     P5     12     A     \$ 8.6     25,712     D     Â

Class A  
Non-Voting  
Common  
Stock

06/24/2014     Â     P5     12     A     \$ 8.49     25,724     D     Â

Class A  
Non-Voting  
Common  
Stock

07/22/2014     Â     P5     13     A     \$ 8.23     25,737     D     Â

Class A  
Non-Voting  
Common  
Stock

08/26/2014     Â     P5     12     A     \$ 8.55     25,749     D     Â

Class A  
Non-Voting  
Common  
Stock

09/23/2014     Â     P5     12     A     \$ 8.51     25,761     D     Â

Class A  
Non-Voting  
Common  
Stock

10/28/2014     Â     P5     11     A     \$ 9.28     25,772     D     Â

Class A  
Non-Voting  
Common  
Stock

11/28/2014     Â     P5     9     A     \$ 12.19     25,781     D     Â

Class A  
Non-Voting  
Common  
Stock

12/31/2014     Â     P5     8     A     \$ 13.01     25,789     D     Â

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

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SEC 2270  
(9-02)

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. of<br>D<br>S<br>B<br>O<br>E<br>I<br>F<br>(I |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             |                                      | (A) (D)                                                                                                            | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares         |

## Reporting Owners

| Reporting Owner Name / Address                                                   | Relationships |           |                           |       |
|----------------------------------------------------------------------------------|---------------|-----------|---------------------------|-------|
|                                                                                  | Director      | 10% Owner | Officer                   | Other |
| MATYCZYNSKI ANDRZEJ J<br>6100 CENTER DRIVE<br>SUITE 900<br>LOS ANGELES, CA 90045 | Â             | Â         | Â Chief Financial Officer | Â     |

## Signatures

/s/ Andrzej  
Matyczynski

12/31/2014

\*\*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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.