

READING INTERNATIONAL INC

Form 8-K

March 21, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 14, 2019

READING INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

Nevada

1-8625

95-3885184

(State or other jurisdiction of incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

5995 Sepulveda Boulevard, Suite 300, Culver City, California 90230

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: 213-235-2240

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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Item 8.01 Other Events

Reading International, Inc.'s ("we," "our," "us," "Reading" or the "Company") 2019 Annual Meeting of Stockholders (the "2019 Annual Meeting") will be held on May 7, 2019, at 11:00 a.m. local time, at its Corporate Headquarters located at 5995 Sepulveda Blvd., Suite 200, Culver City, California 90230. The record date for the determination of Stockholders entitled to receive notice of and to vote at the 2019 Annual Meeting shall be the close of business on April 12, 2019. Because the date of the 2019 Annual Meeting differs by more than thirty (30) days from the anniversary date of the 2018 Annual Meeting of Stockholders (the "2018 Annual Meeting"), which was held on November 7, 2018, the Company is providing this information in accordance with Rule 14a-5(f) under the Securities Exchange Act of 1934, as amended (the "Exchange Act").

Deadline for Stockholder Proposals Submitted Pursuant to Rule 14a-8 of the Exchange Act

As noted above, the 2019 Annual Meeting date represents a change of more than thirty (30) days from the anniversary date of the 2018 Annual Meeting. As a result, pursuant to Rule 14a-8 under the Exchange Act, the Company has set a new deadline for the receipt of any Stockholder proposals submitted pursuant to Rule 14a-8 of the Exchange Act for inclusion in the Company's proxy materials for the 2019 Annual Meeting. Pursuant to Rule 14a-8(e)(2) under the Exchange Act, such proposals must be received by the Annual Meeting Secretary on or before the close of business on April 11, 2019, which the Company has determined to be a reasonable time before it expects to begin to print and send its proxy materials. Such proposals also need to comply with the rules of the Securities and Exchange Commission regarding the inclusion of Stockholder proposals in the Company's proxy materials, and may be omitted if not in compliance with applicable requirements

Item 9.01 Financial Statements and Exhibits

Exhibit No. Description

99.1 Press Release issued by Reading International, Inc. announcing date for 2019 Annual Stockholders Meeting

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Reading International, Inc.

Date: March 21, 2019 /s/ Ellen M. Cotter

Ellen M. Cotter, President and Chief Executive Officer

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