

Edgar Filing: READING INTERNATIONAL INC - Form 8-K

READING INTERNATIONAL INC  
Form 8-K  
May 16, 2014  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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): May 15, 2014

Reading International, Inc.  
(Exact Name of Registrant as Specified in its Charter)

|  |                                       |  |
|--|---------------------------------------|--|
| Nevada<br>(State or Other Jurisdiction<br>of Incorporation)  | 1-8625<br>(Commission<br>File Number) | 95-3885184<br>(IRS Employer<br>Identification No.) |
| 6100 Center Drive, Suite 900, Los<br>Angeles, California<br>(Address of Principal Executive Offices) |                                       | 90045<br>(Zip Code)                                |

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

N/A

(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 (17 CFR 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))

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Item 5.07. Submission of Matters to a Vote of Security Holders.

The Company held its Annual Meeting of Stockholders on May 15, 2014. The stockholders considered two proposals which are included in its proxy statement on Form DEF 14A filed with the Securities and Exchange Commission on April 25, 2014. The proposals voted upon and the results of the vote were the following:

Proposal 1: To elect nine directors to our Board of Directors to serve until our 2015 Annual Meeting of Stockholders

| NAME                 | FOR       | WITHHOLD |
|----------------------|-----------|----------|
| James J. Cotter, Sr. | 1,104,040 | 138,011  |
| James J. Cotter, Jr. | 1,104,032 | 138,019  |
| Ellen M. Cotter      | 1,104,041 | 138,010  |
| Margaret Cotter      | 1,104,840 | 137,211  |
| Guy W. Adams         | 1,141,688 | 100,363  |
| William D. Gould     | 1,104,849 | 137,202  |
| Edward L. Kane       | 1,138,191 | 103,860  |
| Douglas McEachern    | 1,141,688 | 100,363  |
| Tim Storey           | 1,236,700 | 5,351    |

Proposal 2: To approve a non-binding advisory vote on executive compensation

| FOR       | AGAINST | WITHHOLD |
|-----------|---------|----------|
| 1,025,934 | 144,740 | 71,377   |

Item 8.01. Other Events.

Slide Presentation

On May 15, 2014, Reading International, Inc. showed a slide presentation at its Annual Meeting, a copy of which is attached here as Exhibit 99.1. The same presentation was made available on the Investor Information page of our website, [www.readingrdi.com](http://www.readingrdi.com), on May 16, 2014.

Stock Buy-Back Program

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Reading International, Inc. announced today that the company's board of directors has authorized management, at its discretion, to spend from time to time up to an aggregate of \$10,000,000 to acquire shares of Reading's Common Stock, a copy of which is attached here as Exhibit 99.2.

Item 9.01. Financial Statements and Exhibits.

99.1 Slide presentation at the annual meeting of stockholders

99.2 Press release issued by Reading International, Inc. pertaining to its stock buy-back program.

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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.

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READING INTERNATIONAL,  
INC.

Date: May 16, 2014 By: /s/ Andrzej Matyczynski  
Name: Andrzej Matyczynski  
Title: Chief Financial Officer

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