

In The Supreme Court of the State Of Nevada

Supreme Court Case No. 75053

Electronically Filed
Nov 27 2019 09:20 a.m.
Elizabeth A. Brown
Clerk of Supreme Court

JAMES J. COTTER, JR., Individually)
And Derivatively on Behalf of)
Reading International, Inc.,)

Petitioner,)

v.)

) Coordinated with Case
) Nos. 76981, 77648, 77333

DOUGLAS McEACHERN, EDWARD)
KANE, JUDY CODDING, MICHAEL)
WROTONIAK, MARY ANN GOULD,)
Personal Representative of the Estate of)
William Gould, AND Nominal Defendant)
READING INTERNATIONAL, INC.,)
a Nevada Corporation,)

) District Court Case
) No. A-15-719860-B

)
)
)
) Respondents.)

Appeal

Eighth Judicial District Court, Dept. XI
The Honorable Elizabeth G. Gonzalez

RESPONDENTS' APPENDIX FOR CASE NO. 76981

Volume II (RA251–RA425)

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RESPONDENTS' APPENDIX IN SUPPORT OF ANSWERING BRIEF

CHRONOLOGICAL APPENDIX

Date	Document	Vol.	Pages
2015-10-20	RDI Schedule 14A Proxy Statement	I	RA1–RA48
2016-07-13	RDI Form 8-K	I	RA49–RA66
2016-10-21	Notice of Entry of Order Granting Settlement with T2 Plaintiffs and Final Judgment with Exhibit 1 Attached	I	RA67–RA85
2017-12-04	Reply in Support of Supplemental Motions for Summary Judgment Nos. 2 and 6 Margaret Cotter, Ellen Cotter, Douglas McEachern, Guy Adams, Edward Kane, Judy Coddling, and Michael Wrotniak	I	RA86–RA93
2018-03-22	Judgment and Order re: Petition for an Order Determining Validity of Trust Amendment and Forgiveness of Loan Filed February 5, 2015 in <i>In re: James J. Cotter Living Trust</i> , Case No. BP159755 (Sup. Ct., L.A. Cnty.)	I	RA94–RA96
2018-06-01	Motion to Dismiss Pursuant to NRCP 12(b)(2), or in the Alternative, NRCP 12(b)(5) for Lack of Standing Filed by RDI	I	RA97–RA128
2018-06-18	Reply in Support of Motion to Dismiss Pursuant to NRCP 12(b)(2), or in the Alternative, NRCP 12(b)(5) for Lack of Standing Filed by RDI	I	RA129–RA172
2018-06-19	Remaining Director Defendants' Motion for an Evidentiary Hearing	I; II	RA173–RA421 (Under Seal)
2018-11-13	RDI Form 8-K	II	RA422–RA425

RESPONDENTS' APPENDIX IN SUPPORT OF ANSWERING BRIEF

ALPHABETICAL APPENDIX

Date	Document	Vol.	Pages
2018-03-22	Judgment and Order re: Petition for an Order Determining Validity of Trust Amendment and Forgiveness of Loan Filed February 5, 2015 in <i>In re: James J. Cotter Living Trust</i> , Case No. BP159755 (Sup. Ct., L.A. Cnty.)	I	RA94–RA96
2018-06-01	Motion to Dismiss Pursuant to NRCP 12(b)(2), or in the Alternative, NRCP 12(b)(5) for Lack of Standing Filed by RDI	I	RA97–RA128
2016-10-21	Notice of Entry of Order Granting Settlement with T2 Plaintiffs and Final Judgment with Exhibit 1 Attached	I	RA67–RA85
2016-07-13	RDI Form 8-K	I	RA49–RA66
2018-11-13	RDI Form 8-K	II	RA422–RA425
2015-10-20	RDI Schedule 14A Proxy Statement	I	RA1–RA48
2018-06-19	Remaining Director Defendants' Motion for an Evidentiary Hearing	I; II	RA173–RA421
2018-06-18	Reply in Support of Motion to Dismiss Pursuant to NRCP 12(b)(2), or in the Alternative, NRCP 12(b)(5) for Lack of Standing Filed by RDI	I	RA129–RA172
2017-12-04	Reply in Support of Supplemental Motions for Summary Judgment Nos. 2 and 6 Margaret Cotter, Ellen Cotter, Douglas McEachern, Guy Adams, Edward Kane, Judy Coddling, and Michael Wrotniak	I	RA86–RA93

RA173 – RA421

FILED UNDER SEAL

8-K 1 rdi-20181113x8k.htm 8-K

**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): November 7, 2018

Reading International, Inc.

(Exact Name of Registrant as Specified in its Charter)

<p><u>Nevada</u> (State or Other Jurisdiction of Incorporation)</p>	<p><u>1-8625</u> (Commission File Number)</p>	<p><u>95-3885184</u> (IRS Employer Identification No.)</p>
<p><u>5995 Sepulveda Boulevard, Suite 300</u> <u>Culver City, California</u> (Address of Principal Executive Offices)</p>	<p><u>90230</u> (Zip Code)</p>	

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))

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.

Item 2.02 Results of Operations and Financial Condition.

On November 7, 2018, Reading International, Inc. issued a press release announcing information regarding its results of operations and financial condition for the quarter ended September 30, 2018, a copy of which is attached as Exhibit 99.1.

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

On November 7, 2018, the stockholders considered three proposals, which were included in our 2018 Proxy Statement. The proposals voted upon and the results of the vote were as follows:

Proposal 1: To elect seven nominees to serve as Directors until the Company's 2019 Annual Meeting of Stockholders or until their successors are duly elected and qualified.

Nominee	FOR	WITHHOLD	BROKER NON VOTES
Ellen M. Cotter	1,308,890	48,249	231,419
Guy W. Adams	1,308,890	48,249	231,419
Judy Coddling	1,343,633	13,506	231,419
Margaret Cotter	1,308,890	48,249	231,419
Edward L. Kane	1,343,633	13,506	231,419
Douglas J. McEachern	1,343,633	13,506	231,419
Michael Wrotniak	1,343,533	13,606	231,419

Proposal 2: To ratify the appointment by the Company's Audit and Conflicts Committee of Grant Thornton as the Company's independent auditor for the year ended December 31, 2018.

FOR	AGAINST	ABSTAIN	NON-VOTES
1,587,392	1,166	0	0

Proposal 3: To approve, on a non-binding, advisory basis, the executive compensation of our named executive officers.

FOR	AGAINST	ABSTAIN	NON-VOTES
1,340,964	16,126	49	231,419

Item 7.01 Regulation FD Disclosure.

On November 7, 2018, the Company showed a slide presentation at its 2018 Annual Meeting, a copy of which is furnish herewith as Exhibit 99.2. The same presentation was made available on the same day on the Investor Relations page of our corporate website, www.readingrdi.com

Item 8.01 Other Events

On November 9, 2018, the Company submitted correspondence to Patton Vision, LLC, a copy of which is furnish herewith as Exhibit 99.3.

Item 9.01 Financial Statements and Exhibits.

- 99.1 [Press release issued by Reading International, Inc. pertaining to its results of operations and financial condition for the quarter ended September 30, 2018.](#)
 - 99.2 [Slide presentation at the 2018 Annual Meeting.](#)
 - 99.3 [Correspondence to Patton Vision, LLC dated November 9, 2018.](#)
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