

IMAX CORP  
Form 4  
March 09, 2016

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LISTER ROBERT D**

(Last) (First) (Middle)  
110 EAST 59TH STREET, SUITE 2100  
(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**IMAX CORP [IMAX]**

3. Date of Earliest Transaction (Month/Day/Year)  
03/07/2016

4. 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 Legal & Chief Bus Dev

6. Individual or Joint/Group Filing(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 Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount                                                                                        | (A) or (D)                                               | Price                             |
| common shares (opening balance) |                                      |                                                    |                                |                                                                   | 17,106                                                                                        | D                                                        |                                   |
| common shares                   | 03/07/2016                           |                                                    | M                              |                                                                   | 6,213 <sup>(1)</sup>                                                                          | A                                                        | \$ 0 23,319                       |
| common shares                   | 03/08/2016                           |                                                    | S                              |                                                                   | 3,402 <sup>(2)</sup>                                                                          | D                                                        | \$ 31.29 19,917                   |

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

**Persons who respond to the collection of information contained in this form are not**

SEC 1474 (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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code V (A) (D)                 |                                                                                         | Date Exercisable Expiration Date                         | Title                                                         |                            |
| restricted share units <sup>(3)</sup>      | <u>(4)</u>                                             | 03/07/2016                           |                                                    | A                              | 29,451                                                                                  | <u>(5)</u> 12/01/2019                                    | common shares                                                 | 29,451                     |
| stock options (to buy)                     | \$ 31.85                                               | 03/07/2016                           |                                                    | A                              | 54,805                                                                                  | <u>(6)</u> 03/07/2023                                    | common shares                                                 | 54,805                     |
| restricted share units                     | \$ 0 <u>(1)</u>                                        | 03/07/2016                           |                                                    | M                              | 6,213 <u>(1)</u>                                                                        | 03/07/2016 12/01/2018                                    | common shares                                                 | 6,213                      |

## Reporting Owners

| Reporting Owner Name / Address                                              | Relationships |           |                             |       |
|-----------------------------------------------------------------------------|---------------|-----------|-----------------------------|-------|
|                                                                             | Director      | 10% Owner | Officer                     | Other |
| LISTER ROBERT D<br>110 EAST 59TH STREET<br>SUITE 2100<br>NEW YORK, NY 10022 |               |           | Chief Legal & Chief Bus Dev |       |

## Signatures

Robert D Lister 03/09/2016

                      
\*\*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).
- (1) Represents the conversion upon vesting of restricted share units into common shares. Each restricted share unit represents a contingent right to receive one common share of IMAX Corporation.
- (2) Mr. Lister is reporting the sale of 3,402 common shares to satisfy his tax withholding obligations in connection with the delivery of common shares upon conversion of the restricted share unit

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- (3) Each restricted share unit represents a contingent right to receive one common share of IMAX Corporation.
- (4) Each restricted share unit is the economic equivalent of one common share of IMAX Corporation.
- (5) The restricted share units vest and will be converted to common shares in four installments 7,363 on each of March 7, 2017; March 7, 2018 and March 7, 2019 and 7,62 on March 7, 2020.
- (6) The stock options become exercisable in four installments: 13,702 on March 7, 2017, 13,701 on each of March 7, 2018, March 7, 2019 and March 7, 2020.
- (7) This represents the number of restricted share units for this transaction only. Mr. Lister's aggregate remaining outstanding option, restricted share unit and common share balances following this transaction will be 237,772; 80,381 and 19,917 respectively.

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

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