

IMAX CORP
Form 8-K
June 06, 2011

**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
June 1, 2011**

Date of report (*Date of earliest event reported*)

IMAX Corporation
(*Exact Name of Registrant as Specified in Its Charter*)

Canada
(*State or Other Jurisdiction
of Incorporation*)

0-24216
(*Commission File Number*)

98-0140269
(*I.R.S. Employer
Identification Number*)

2525 Speakman Drive, Mississauga, Ontario, Canada, L5K 1B1

(*Address of Principal Executive Offices*) (*Postal Code*)

(905) 403-6500

(*Registrant's Telephone Number, Including Area Code*)

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 (see General Instruction A.2. below):

- Written communication 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 communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communication 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 2011 Annual General Meeting of Shareholders of IMAX Corporation (the Company) was held on June 1, 2011. Set forth below are the matters acted upon by the Company's shareholders at the Annual Meeting, and the final voting results on each such matter.

1. Election of Directors

By a vote by way of show of hands, Martin Pompadur was elected as a Class III director of the Company for a term expiring in 2013 and each of Eric A. Demirian, David W. Leebron and Marc A. Utay were elected as Class II directors of the Company to hold office until the year 2014 or until their successors are elected or appointed. Management received proxies from the shareholders to vote for the four directors nominated for election as follows:

| Director | Votes For | Votes Withheld | Broker Non-Votes |
|------------------|------------|----------------|------------------|
| Martin Pompadur | 46,263,656 | 130,326 | 10,395,667 |
| Eric A. Demirian | 46,272,964 | 121,018 | 10,395,667 |
| David W. Leebron | 44,611,661 | 1,782,322 | 10,395,666 |
| Marc A. Utay | 46,136,827 | 257,155 | 10,395,667 |

In addition to the foregoing directors, the following directors continued in office: Neil S. Braun, Kenneth G. Copland, Richard L. Gelfond, Garth M. Girvan and Bradley J. Wechsler.

2. Appointment of Auditor

By a vote by way of show of hands, PricewaterhouseCoopers, LLP (PWC) were appointed auditors of the Company to hold office until the next annual meeting of shareholders and the directors were authorized to fix their remuneration. Management received proxies from the shareholders to vote for the re-appointment of PWC as follows:

| Votes For | Votes Against | Votes Withheld | Broker Non-Votes |
|------------|---------------|----------------|------------------|
| 56,485,801 | 178,854 | 124,994 | 0 |

3. Executive Compensation

By a vote by way of show of hands, the compensation of the Company's Named Executive Officers was approved. Management received proxies from the shareholders to vote for the approval of the compensation of the Company's Names Executive Officers as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 42,913,002 | 3,270,929 | 210,052 | 10,395,666 |

4. Frequency

By a vote by way of show of hands, the Company's shareholders recommended the advisory vote on executive officers compensation be held every two years. Management received proxies from the shareholders to vote for the frequency of future advisory votes on executive officers' compensation as follows:

| 1 year | 2 years | 3 year | Abstentions | Broker Non-Votes |
|------------|------------|---------|-------------|------------------|
| 19,335,879 | 26,360,410 | 553,993 | 143,531 | 10,395,836 |

Based on the June 1, 2011 results of the shareholders' non-binding advisory vote on the frequency of the advisory vote on the Company's executive officers' compensation, the Company's Board of Directors determined that an advisory vote on executive officers' compensation will be conducted every second year, until the next vote on the frequency of such votes.

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.

IMAX Corporation
(Registrant)

Date: June 6, 2011

By: /s/ Robert D. Lister
Name: Robert D. Lister
General Counsel

By: /s/ G. Mary Ruby
Name: G. Mary Ruby
Corporate Secretary

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