

IMAX CORP  
Form 4  
March 09, 2017

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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)  
03/07/2017

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 (D) or Price (A)		
common shares (opening balance)					27,044	D	
common shares	03/07/2017		M		6,213 <u>(1)</u>	A	\$ 0 33,257 D
common shares	03/07/2017		M		7,363 <u>(1)</u>	A	\$ 0 40,620 D
common shares	03/08/2017		S		5,026 <u>(2)</u>	D	\$ 32.2649 35,594 D

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

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(9-02)

**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>	03/07/2017		A	32,357	<u>(5)</u>	01/01/2021	common shares	32,357
stock options (to buy)	\$ 32.45	03/07/2017		A	39,909	<u>(6)</u>	03/07/2024	common shares	39,909
restricted share units	\$ 0 <sup>(1)</sup>	03/07/2017		M	6,213 <sup>(1)</sup>	03/07/2017	12/01/2019	common shares	6,213
restricted share units	\$ 0 <sup>(1)</sup>	03/07/2017		M	7,363 <sup>(1)</sup>	03/07/2017	12/01/2020	common shares	7,363

## Reporting Owners

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

## Signatures

Robert D Lister                      03/09/2017  
 \*\*Signature of                      Date  
 Reporting Person

## 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 common shares to satisfy his tax withholding obligations in connection with the delivery of common shares upon conversion of the restricted share unit
- (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: 8,089 on each of March 7, 2018, March 7, 2019 and March 7, 2020 and 8,090 on March 7, 2021.
- (6) The stock options become exercisable in four installments: 9,977 on each of March 7, 2018, March 7, 2019 and March 7, 2020 and 9,978 on March 7, 2021.
- (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 263,646; 86,253 and 35,594 respectively.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.