

IMAX CORP

Form 4

March 09, 2017

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WELTON MARK

(Last) (First) (Middle)

**2525 SPEAKMAN DRIVE, C/O
IMAX CORPORATION**

(Street)

MISSISSAUGA, A6 L5K 1B1

(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 ____ Other (specify
below) below)

President, IMAX Theatres

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 Indirect Beneficial Ownership (Instr. 4)
common shares (opening balance)				(A) or (D)			
			Code	V	Amount		Price
common shares (opening balance)					12,722	D	
common shares	03/07/2017		M	4,245 (1)	A \$ 0	16,967	D
common shares	03/07/2017		M	3,533 (1)	A \$ 0	20,500	D
common shares	03/08/2017		S	4,169 (2)	D \$ 32.2649	16,331	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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
restricted share units ⁽³⁾	<u>(4)</u>	03/07/2017		A		17,334		<u>(5)</u>	01/01/2021	common shares	17,334
stock options (to buy)	\$ 32.45	03/07/2017		A		21,020		<u>(6)</u>	03/07/2024	common shares	21,020
restricted share units	\$ 0 <u>(1)</u>	03/07/2017		M		4,245 <u>(1)</u>		03/07/2017	12/01/2017	common shares	4,245
restricted share units	\$ 0 <u>(1)</u>	03/07/2017		M		3,533 <u>(1)</u>		03/07/2017	12/01/2019	common shares	3,533

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WELTON MARK 2525 SPEAKMAN DRIVE C/O IMAX CORPORATION MISSISSAUGA, A6 L5K 1B1	President, IMAX Theatres

Signatures

Mark Welton 03/09/2017
 **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. Welton 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 3,467 on March 7, 2018; 4,334 on each of March 7, 2019 and March 7, 2020 and 5,199 on December 1, 2020.
- (6) The stock options become exercisable in four installments: 4,204 on March 7, 2018, 5,255 on each of March 7, 2019 and March 7, 2020 and 6,306 on March 7, 2021.
- (7) This represents the number of restricted share units for this transaction only. Mr. Welton's aggregate remaining outstanding option, restricted share unit and common share balances following this transaction will be 186,422; 36,557 and 16,331 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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