

LISTER ROBERT D  
Form 4  
March 11, 2019

**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 \*  
LISTER ROBERT D

(Last) (First) (Middle)

902 BROADWAY, 20TH FLOOR

(Street)

NEW YORK, NY 10010-6002

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/07/2019

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 & Sr Exec VP

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<br>Security<br>(Instr. 3)    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| common<br>shares<br>(opening<br>balance) |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                        | Price                                                                                                              |                                                                         |                                                                   |
|                                          |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             |                                                                         |                                                                   |
| common<br>shares<br>(opening<br>balance) |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 39,163                                                                  | D                                                                 |
| common<br>shares                         | 03/07/2019                              |                                                             | M                                    |                                                                         | 6,213<br>(1)                                                                                                       | A \$ 0                                                                  | 45,376 D                                                          |
| common<br>shares                         | 03/07/2019                              |                                                             | M                                    |                                                                         | 7,363<br>(1)                                                                                                       | A \$ 0                                                                  | 52,739 D                                                          |
| common<br>shares                         | 03/07/2019                              |                                                             | M                                    |                                                                         | 8,089<br>(1)                                                                                                       | A \$ 0                                                                  | 60,828 D                                                          |
|                                          | 03/07/2019                              |                                                             | M                                    |                                                                         |                                                                                                                    | A \$ 0                                                                  | 73,418 D                                                          |

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|               |            |   |               |   |               |        |   |
|---------------|------------|---|---------------|---|---------------|--------|---|
| common shares |            |   |               |   | 12,590<br>(1) |        |   |
| common shares | 03/08/2019 | S | 19,052<br>(2) | D | \$ 22.4313    | 54,366 | D |
| common shares | 03/08/2019 | C | 25,715        | A | \$ 20.25      | 80,081 | D |
| common shares | 03/08/2019 | S | 25,715        | D | \$ 22.3077    | 54,366 | D |
| common shares | 03/11/2019 | S | 15,000        | D | \$ 23.0846    | 39,366 | D |

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

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SEC 1474  
(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 <sup>(3)</sup>      | \$ 0 <sup>(4)</sup>                                    | 03/07/2019                           |                                                    | M                              |                                                                                         |                                                          | 6,213 <sup>(1)</sup>  | <sup>(5)</sup>                                                | <sup>(5)</sup>  | common shares | 6,213                      |
| restricted share units <sup>(3)</sup>      | \$ 0 <sup>(4)</sup>                                    | 03/07/2019                           |                                                    | M                              |                                                                                         |                                                          | 7,363 <sup>(1)</sup>  | <sup>(5)</sup>                                                | <sup>(5)</sup>  | common shares | 7,363                      |
| restricted share units <sup>(3)</sup>      | \$ 0 <sup>(4)</sup>                                    | 03/07/2019                           |                                                    | M                              |                                                                                         |                                                          | 8,089 <sup>(1)</sup>  | <sup>(5)</sup>                                                | <sup>(5)</sup>  | common shares | 8,089                      |
| restricted share units <sup>(3)</sup>      | \$ 0 <sup>(4)</sup>                                    | 03/07/2019                           |                                                    | M                              |                                                                                         |                                                          | 12,590 <sup>(1)</sup> | <sup>(5)</sup>                                                | <sup>(5)</sup>  | common shares | 12,590                     |
| restricted share units <sup>(3)</sup>      | \$ 0 <sup>(4)</sup>                                    | 03/07/2019                           |                                                    | A                              |                                                                                         | 46,687                                                   |                       | <sup>(7)</sup>                                                | <sup>(7)</sup>  | common shares | 46,687                     |
| stock                                      | \$ 22.49                                               | 03/07/2019                           |                                                    | A                              |                                                                                         | 50,143                                                   |                       | <sup>(8)</sup>                                                | 03/07/2026      | common        | 50,143                     |

options  
(to buy)

shares

stock

options \$ 20.25 03/08/2019  
(to buy)

C

25,715 01/09/2015 03/09/2019

common  
shares 25,715

## Reporting Owners

| Reporting Owner Name / Address                                           | Relationships |           |                                |       |
|--------------------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                                          | Director      | 10% Owner | Officer                        | Other |
| LISTER ROBERT D<br>902 BROADWAY<br>20TH FLOOR<br>NEW YORK, NY 10010-6002 |               |           | Chief<br>Legal & Sr<br>Exec VP |       |

## Signatures

Robert D Lister 03/11/2019

\*\*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.
- (2) Mr. Lister is reporting the sale of common shares to satisfy the 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 equal installments on each of the first four anniversaries of the grant date.  
  
This represents the number of restricted share units or stock options for this transaction only. Mr. Lister's aggregate remaining  
(6) outstanding option, restricted share unit and common share balances following these transactions will be 343,984; 107,997 and 39,366 respectively.
- (7) The restricted share units vest and will be converted to common shares in four installments 11,671 on each of March 7, 2020; March 7, 2021 and March 7, 2022 and 11,674 on March 7, 2013.
- (8) The stock options will become exercisable in 4 installments: 12,535 on each of March 7, 2020; March 7, 2021 and March 7, 2022 and 12,538 on March 7, 2023.

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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