

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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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 *
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 below) _____ Other (specify 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) 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 ⁽¹⁾ | 03/07/2017 | | M | 4,245 ⁽¹⁾ | 03/07/2017 12/01/2017 | common shares 4,245 |
| restricted share units | \$ 0 ⁽¹⁾ | 03/07/2017 | | M | 3,533 ⁽¹⁾ | 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. 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.