

IMAX CORP  
Form 4  
November 13, 2015

# 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 \*  
DOUGLAS KEVIN

(Last) (First) (Middle)

125 E. SIR FRANCIS DRAKE  
BLVD., STE 400

(Street)

LARKSPUR, CA 94939

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
11/11/2015

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)  
13(d)(3) group

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)           |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Common Stock                    | 11/11/2015                           |  | S                              | 100,000   | D \$ 39.416   | 1,701,989  | I (2) (4) By Douglas Family Trust           |
| Common Stock                    | 11/12/2015                           |  | S                              | 150,000   | D \$ 39.0508  | 1,551,989  | I (2) (4) By Douglas Family Trust           |
| Common Stock                    | 11/13/2015                           |  | S                              | 100,000   | D \$ 37.6884  | 1,451,989  | I (2) (4) By Douglas Family Trust           |
| Common Stock                    |                                      |  |                                |   |   | 3,926,372  | D (1) (2) (8) (9)                           |
| Common Stock                    |                                      |  |                                |   |   | 2,584,441  | I (2) (3) By James Douglas and Jean Douglas |

|              |  |                        |                                 | Irrevocable Descendants' Trust |
|--------------|--|------------------------|---------------------------------|--------------------------------|
| Common Stock |  | 923,645 <sup>(6)</sup> | I <sup>(2)</sup> <sup>(5)</sup> | By James E. Douglas III        |
| Common Stock |  | 0 <sup>(6)</sup>       | I <sup>(2)</sup> <sup>(6)</sup> | By KGD 2010 Annuity Trust III  |
| Common Stock |  | 0 <sup>(7)</sup>       | I <sup>(2)</sup> <sup>(7)</sup> | By MMD 2010 Annuity Trust III  |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |                |
|---|---------------|-----------|---------|----------------|
|   | Director      | 10% Owner | Officer | Other          |
| DOUGLAS KEVIN<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939        |               | X         |         | 13(d)(3) group |
| DOUGLAS FAMILY TRUST<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939 |               | X         |         | 13(d)(3) group |

|   |   |                   |
|---|---|-------------------|
| JAMES & JEAN DOUGLAS IRREVOCABLE DESCENDANTS TRUST<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939 | X | 13(d)(3)<br>group |
| DOUGLAS JAMES E III<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939                                | X | 13(d)(3)<br>group |
| KGD 2010 ANNUITY TRUST III<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939                         | X | 13(d)(3)<br>group |
| MMD 2010 ANNUITY TRUST III<br>125 E. SIR FRANCIS DRAKE BLVD., STE 400<br>LARKSPUR, CA 94939                         | X | 13(d)(3)<br>group |

## Signatures

|   |            |
|---|------------|
| /s/ Eileen Wheatman, attorney in fact for Kevin Douglas   | 11/13/2015 |
| __Signature of Reporting Person   | Date       |
| /s/ Eileen Wheatman, attorney in fact for Douglas Family Trust  | 11/13/2015 |
| __Signature of Reporting Person   | Date       |
| /s/ Eileen Wheatman, attorney in fact for James Douglas and Jean Douglas Irrevocable Descendants' Trust | 11/13/2015 |
| __Signature of Reporting Person   | Date       |
| /s/ Eileen Wheatman, attorney in fact for James E. Douglas III  | 11/13/2015 |
| __Signature of Reporting Person   | Date       |
| /s/ Eileen Wheatman, attorney in fact for KGD 2010 Annuity Trust III                                    | 11/13/2015 |
| __Signature of Reporting Person   | Date       |
| /s/ Eileen Wheatman, attorney in fact for MMD 2010 Annuity Trust III                                    | 11/13/2015 |
| __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) These securities are held directly and jointly by Kevin Douglas and his wife, Michelle Douglas.
- Each of the reporting persons hereunder (individually, a "Reporting Person" and collectively the "Reporting Persons") may be deemed a member of a "group" within the meaning of Section 13(d)(3) of the Securities and Exchange Act of 1934, as amended (the "Exchange Act") or Rule 13d-5 promulgated under the Exchange Act, with one or more of the other Reporting Persons. Although the Reporting Persons are reporting such securities as if they were members of a "group", the filing of this Form 4 shall not be deemed an admission by any Reporting Person that such Reporting Person is a beneficial owner of any securities other than those directly held by such Reporting Person.
- (2) These securities are held directly by the James Douglas and Jean Douglas Irrevocable Descendants' Trust and indirectly by Kevin Douglas. Kevin Douglas and Michelle Douglas, husband and wife, are each a co-trustee of the James Douglas and Jean Douglas Irrevocable Descendants' Trust.
- (3) These securities are held directly by the Douglas Family Trust and indirectly by Kevin Douglas. James E. Douglas and Jean A. Douglas, husband and wife, are each a co-trustee of the Douglas Family Trust.
- (4) These securities are held directly by James E. Douglas III and indirectly by Kevin Douglas.
- (5)

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(6) On December 27, 2010, the Reporting Person contributed 850,593 shares to the KGD 2010 Annuity Trust III, a grantor-retained annuity trust of which Kevin Douglas is the sole trustee. On February 21, 2012, 563,013 shares were distributed to the Reporting Person and are reported in this Form 4 as held directly and jointly by Kevin Douglas and Michelle Douglas. Upon successful completion of the GRAT on February 6, 2013, 267,580 shares were distributed to the Reporting Person and are reported on this Form 4 as held directly and jointly by Kevin Douglas and Michelle Douglas.

(7) On December 27, 2010, the Reporting Person contributed 850,593 shares to the MMD 2010 Annuity Trust III, a grantor-retained annuity trust of which Michelle Douglas is the sole trustee. On February 21, 2012, 563,013 shares were distributed to the Reporting Person and are reported in this Form 4 as held directly and jointly by Kevin Douglas and Michelle Douglas. Upon successful completion of the GRAT on February 6, 2013, 267,580 shares were distributed to the Reporting Person and are reported on this Form 4 as held directly and jointly by Kevin Douglas and Michelle Douglas.

(8) Includes 62,652 shares held by an intentionally defective grantor trust (the "KGD IDGT"). Kevin Douglas, as the settlor of the KGD IDGT, has the right to substitute property of equivalent value in return for the shares held by the KGD IDGT and may be deemed to have shared voting and dispositive power over the shares held by the KGD IDGT.

(9) Includes 62,652 shares held by an intentionally defective grantor trust (the "MMD IDGT"). Michelle Douglas, as the settlor of the MMD IDGT, has the right to substitute property of equivalent value in return for the shares held by the MMD IDGT and may be deemed to have shared voting and dispositive power over the shares held by the MMD IDGT.

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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