

IMAX CORP
Form 4
January 05, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
GELFOND RICHARD L

(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)
12/31/2016

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 Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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) | Code V Amount (D) Price | | |
| common shares (opening balance) | | | | | 141,047 | D | |
| common shares | | | | | 7,550 | I | by "Pamela Gelfond Trust" |
| common shares | | | | | 7,550 | I | by "Claudia Gelfond Trust" |

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| | | | | | | | |
|---------------|------------|---|----------------------|---|---------|---------|---|
| common shares | 12/31/2016 | M | 14,995 <u>(1)</u> | A | \$ 0 | 156,042 | D |
| common shares | 12/31/2016 | F | 7,733 <u>(2)</u> | D | \$ 31.4 | 148,309 | D |

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

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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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------|-----------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Am Nu Sha |
| restricted share units | \$ 0 <u>(1)</u> | 12/31/2016 | | M | 14,995 <u>(1)</u> | 12/31/2016 | 01/31/2017 | common shares | 14 |
| stock options (to buy) | \$ 31.9 | 01/03/2017 | | A | 356,757 | <u>(4)</u> | 01/03/2027 | common shares | 35 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| GELFOND RICHARD L 110 EAST 59TH STREET SUITE 2100 NEW YORK, NY 10022 | Chief Executive Officer |

Signatures

Richard L.
Gelfond
01/05/2017
Date

**Signature of 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) Each restricted share unit represents a contingent right to receive one common share of IMAX Corporation.
- (2) Mr. Gelfond is reporting 7,733 common shares withheld to satisfy his tax withholding obligations in connection with the delivery of common shares upon conversion of the restricted share unit transaction.
- (3) This represents the number of restricted share units for this transaction only. Mr. Gelfond's aggregate remaining outstanding option, restricted share unit and common share balances following this transaction will be 2,420,689; 325,330 and 163,409 respectively.
- (4) The stock options become exercisable in nine installments: 39,640 on each of May 1, 2017; September 1, 2017; May 1, 2018; December 31, 2018; September 1, 2019 and December 31, 2019; and 39,639 on each of December 31, 2017; September 1, 2018 and May 1, 2019.

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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