

IMAX CORP

Form 4

March 10, 2015

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 *
KEIGHLEY DAVID B

(Last) (First) (Middle)

3003 EXPOSITION BLVD, C/O
IMAX POST / DKP INC.

(Street)

SANTA MONICA, CA 90404

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/07/2015

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)

Chief Quality 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)
common shares (opening balance)				(A) or (D)	Price		
common shares (opening balance)						1,526	D
common shares (opening balance)						200	I by spouse
common shares	03/07/2015		M	2,812 (1)	A \$ 0	4,338	D
	03/07/2015		M		A \$ 0	6,375	D

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common shares				2,037 (1)			
common shares	03/09/2015	S	1,060 (2)	D	\$ 33.85	5,315	D
common shares	03/09/2015	S	768 (2)	D	\$ 33.85	4,547	D

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>	03/07/2015		A		8,431		<u>(5)</u>	12/01/2018	common shares	8,431
stock options (to buy)	\$ 33.8	03/07/2015		A		10,485		<u>(6)</u>	03/07/2022	common shares	10,485
restricted share units	\$ 0 <u>(1)</u>	03/07/2015		M		2,812 <u>(1)</u>		03/07/2015	12/01/2016	common shares	2,812
restricted share units	\$ 0 <u>(1)</u>	03/07/2015		M		2,037 <u>(1)</u>		03/07/2015	12/01/2017	common shares	2,037

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KEIGHLEY DAVID B 3003 EXPOSITION BLVD C/O IMAX POST / DKP INC. SANTA MONICA, CA 90404	Chief Quality Officer

Signatures

David B
Keighley

03/10/2015

 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) 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. Keighley is reporting the sale of 1,828 common shares to satisfy his tax withholding obligations in connection with the delivery of common shares upon conversion of the restricted share units
- (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: 1,686 on March 7, 2016; 2,107 on each of March 7, 2017 and March 7, 2018 and 2,531 on December 1, 2018.
- (6) The stock options become exercisable in four installments: 2,097 on March 7, 2016, 2,621 on each of March 7, 2017 and March 7, 2018 and 3,146 on March 7, 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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