SEC Form 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] DELANEY KEVIN M					Name and Ticker		ling S	ymbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) 902 BROADW 20TH FLOOR	(First) AY	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 03/07/2022							X Officer (give title Other (specify below) below) Sr VP, Finance & Controller				
201H FLOOR (Street) NEW YORK NY 10010-6002				4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Indi Line) X	,				
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Bei								or Ben	ficially						
1. Title of Security (Instr. 3) 2. Transa Date							3. Transaction Code (Instr.			(A) or	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
						Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
common shares	(opening bala	ance)									1,517	D			
common shares 03/07/				022		М		2,526 ⁽¹⁾	A	\$0.00	4,043	D			
common shares 03/07/				022		М		1,885(1)	A	\$0.00	5,928	D			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

М

F

1,706(1)

2,556(2)

\$0.00

\$18.13

7,634

5,078

A

D

(e.g., puis, cans, 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. Transa Code (8)		Dispos	tive ities red (A) or sed of str. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		nd 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
restricted share units ⁽³⁾	\$0.00 ⁽⁴⁾	03/07/2022		М			2,526 ⁽¹⁾	(5)	(5)	common shares	2,526	\$0.00 ⁽⁴⁾	2,528 ⁽⁷⁾	D	
restricted share units ⁽³⁾	\$0.00 ⁽⁴⁾	03/07/2022		М			1,885 ⁽¹⁾	(6)	(6)	common shares	1,885	\$0.00 ⁽⁴⁾	1,885 ⁽⁷⁾	D	
restricted share units ⁽³⁾	\$0.00 ⁽⁴⁾	03/07/2022		М			1,706 ⁽¹⁾	(5)	(5)	common shares	1,706	\$0.00 ⁽⁴⁾	3,412 ⁽⁷⁾	D	
restricted share units ⁽³⁾	\$0.00 ⁽⁴⁾	03/07/2022		А		5,566		(5)	(5)	common shares	5,566	\$0.00 ⁽⁴⁾	5,566 ⁽⁷⁾	D	

Explanation of Responses:

common shares

common shares

1. Represents the conversion upon vesting of restricted share units into common shares.

2. Mr. Delaney is reporting the withholding of common shares by IMAX Corporation to satisfy the tax withholding obligations in connection with the delivery of common shares upon conversion of the restricted share unit transactions.

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 three equal installments on each of the first three anniversaries of the grant date.

03/07/2022

03/07/2022

6. The restricted share units vest and will be converted to common shares in two equal installments on each of the first two anniversaries of the grant date.

7. This represents the number of restricted share units for this transaction only. Mr. Delaney's aggregate remaining outstanding restricted share unit and common share balances following these transactions will be 13,391 and 5,078, respectively.

Remarks:

<u>/s/ Kenneth I. Weissman</u> (attorney-in-fact for Kevin Delaney)

03/09/2022

** Signature of Reporting Person

Date

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

 \ast 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Robert D. Lister and Kenneth I. Weissman, and each of them acting or signing alone, as his or her true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of IMAX Corporation (the "Company"), any and all reports required to be filed by the undersigned in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Act"), and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 or other required report (including amendments thereto) and timely file such report with the United States Securities and Exchange Commission (the "SEC") and any stock exchange or similar authority;

(3) take any necessary or appropriate action to obtain or regenerate codes and passwords enabling the undersigned to make electronic filings with the SEC of reports by Section 16(a) of the Act or any rule or regulation of the SEC; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the option of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required of, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned, pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform each and every act and thing whatsoever requisite, necessary, and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or his or her substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that no such attorney-in-fact, in serving in such capacity at the request of the undersigned is hereby assuming, nor is the Company hereby assuming, any of the undersigned's responsibilities to comply with Section 16 of the Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file reports under Section 16 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 8 th day of July , 2021.

Signature: /s/ Kevin Delaney Kevin Delaney