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This document is the Form of Acceptance referred to in the accompanying scheme document (the "Scheme Document") addressed to the Scheme Shareholders and the Share Incentive Holders dated 15 September 2023 in relation to, among other things, a scheme of arrangement (the "Scheme of Arrangement") between IMAX China Holding, Inc. (the "Company") and the Scheme Shareholders for use by the Share Incentive Holders to declare their choice in respect of the Share Incentive Proposal. You should read it in conjunction with the Scheme Document and the Letter to the Share Incentive Holders sent by the Offeror dated 15 September 2023 in relation to the Share Incentive Proposal.

本文件乃日期為2023年9月15日發予計劃股東及股份激勵持有人、有關(其中包括)IMAX China Holding, Inc. (本公司)與計劃股東之間協議安排(「協議安排」)之隨附計劃文件(「計劃文件」)所述的接納表格，以供股份激勵持有人使用，聲明彼等關於股份激勵建議的選擇。閣下應將本文件連同計劃文件及要約人就股份激勵建議的日期為2023年9月15日發出的致股份激勵持有人函件一併閱讀。

If you (i) choose to do nothing (including by not returning a Form of Acceptance) or (ii) fail to tick either the "Accept" or "Reject" box on a returned Form of Acceptance, and the Scheme becomes effective, you will be treated as having returned a duly executed Form of Acceptance with the "Reject" box ticked in respect of all Share Incentives held by you on the Record Date.

倘若閣下(i)選擇不採取任何行動(包括不交回接納表格)；或者(ii)未有在交回的接納表格內的「接納」或者「拒絕」方格內填上「✓」號，而計劃生效，則閣下將被視為已交回簽署的接納表格而且已就閣下於記錄日期持有的全部股份激勵於「拒絕」方格內填上「✓」號處理。

Terms defined in the Scheme Document have the same meanings in this Form of Acceptance.

計劃文件所界定的詞彙於本接納表格具有相同涵義。



IMAX Corporation
(Incorporated in Canada with limited liability)
(於加拿大註冊成立的有限公司)



IMAX China Holding, Inc.
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 1970)
(於開曼群島註冊成立的有限公司)
(股份代號：1970)

**PROPOSAL FOR THE PRIVATISATION OF
IMAX CHINA HOLDING, INC.
BY THE OFFEROR
BY WAY OF A SCHEME OF ARRANGEMENT
UNDER SECTION 86 OF THE COMPANIES ACT
FORM OF ACCEPTANCE**

**有關根據公司法第86條
由要約人透過協議安排方式將IMAX CHINA HOLDING, INC.私有化之建議
接納表格**

If you are in any doubt as to any aspect of this Form of Acceptance or as to the action to be taken, you should consult a licensed securities dealer, or other registered institution in securities, a bank manager, solicitor, professional accountant or other professional advisor.

閣下如對本接納表格任何方面或應採取的行動有任何疑問，應諮詢閣下的持牌證券交易商或其他註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

You should return the completed Form of Acceptance to the Company at 7/F, Verdant Place, No. 128 West Nanjing Road, Huangpu District, Shanghai, the PRC, for the attention of the Legal Department and marked "IMAX Corporation – Share Incentive Proposal", by no later than 4:30 p.m. (Hong Kong Time) on Tuesday, 17 October 2023 (or such later date and time as may be notified to you by the Offeror and the Company).

閣下應於填妥接納表格後不遲於2023年10月17日(星期二)下午四時三十分(香港時間)(要約人及本公司可能通知閣下的其他較後日期及時間)交回本公司，地址為中國上海市黃浦區南京西路128號永新廣場7樓，法律部收，並註明「IMAX Corporation – 股份激勵建議」。

Before returning the Form of Acceptance to the Offeror, please ensure that you have completed and signed the Form of Acceptance and that your signature has been witnessed.

向要約人交回接納表格前，請確保閣下已填妥及簽署接納表格，而閣下的簽署亦經見證。

To: Offeror and the Company

致：要約人及本公司

With reference to the Share Incentive Proposal set out in the Letter to the Share Incentive Holders made by the Offeror dated 15 September 2023, I hereby declare my choice in respect of the Share Incentive Proposal by ticking the relevant box below in respect of ALL of the Share Incentives that I hold as at the Record Date on the terms and subject to the conditions set out in the Share Incentive Proposal (Note 1):

參照要約人日期為2023年9月15日的致股份激勵持有人的函件所載的股份激勵建議，本人謹此按照股份激勵建議所載的條款及條件，就本人於記錄日期持有的全部股份激勵在有關空間上填上「✓」，以聲明本人就股份激勵建議的選擇(附註1)：

<input type="checkbox"/>	ACCEPT 接納
<input type="checkbox"/>	REJECT 拒絕

By signing and returning this Form of Acceptance, I:

(a) confirm that I have read, understood and agreed to the terms and conditions of the Share Incentive Proposal (including, without limitation, those set out in the Scheme Document, the Letter to the Share Incentive Holders and this Form of Acceptance), and that I have received the Scheme Document and the Letter to the Share Incentive Holders;

(b) confirm that all of the outstanding Share Incentives held by me in respect of which I accept the Share Incentive Proposal are valid and subsisting, free from all liens, charges, mortgages and third party interests of any nature whatsoever;

(c) confirm that all local laws and requirements applicable to my acceptance of the Share Incentive Proposal have been complied with;

(d) acknowledge that I cease to have any rights or entitlements in relation to my Share Incentives and that all rights and entitlements under my Share Incentives shall automatically lapse, in each case on the Effective Date;

(e) agree, in consideration for the Share Incentive Proposal, to release and waive all future and present claims, demands, actions and/or proceedings (whether contractual, statutory or otherwise and whether such claims are known or could be known or are in my contemplation at the time of signing this Form of Acceptance and to the maximum extent not prohibited by law) against any party (including the Offeror and the Company and their officers) arising out of or in connection with the Share Incentives and/or the Share Incentive Proposal;

(f) acknowledge, accept and undertake to comply with the terms of the Award Letter in respect of the Offeror RSUs and/or Offeror PSUs granted to me under the Share Award Offer;

(g) confirm that any acceptance of the Share Incentive Proposal cannot be withdrawn or altered;

(h) authorise the Company and the Offeror, jointly and severally, or any director or officer of the Company or the Offeror or any agent of such person to do all acts and things and to execute any document as may be necessary or desirable to give effect to any acceptance by me of the Share Incentive Proposal, and I hereby undertake to execute any further assurance that may be required in respect of such acceptance (including but not limited to consenting to the Company, the Board or the Offeror, as applicable, exercising its rights to amend the terms of my Share Incentives to enable such outstanding Share Incentives to be cancelled in exchange for the payment by the Offeror of the cash considerations in respect of the LTIP Option Offer or the Share Option Offer (as applicable) and the grant of Offeror RSUs and Offeror PSUs in respect of the Share Award Offer);

(i) authorise the Company to transfer any personal data which may identify me (including, but not limited to my name, my date of birth, contact details, nationality, identity or passport number, tax residency, social security number (or equivalent), bank account details and details of my Share Incentives) to the Offeror and to authorise the Offeror to collect, use and process such personal data for all matters directly or indirectly connected with the implementation of the Share Incentive Proposal. I agree to execute any further documents as may be required by the Company or the Offeror to give effect to such authorisation; and

(j) undertake to confirm and ratify any action properly or lawfully taken on my behalf by any attorney or agent appointed by or pursuant to the Letter to the Share Incentive Holders or this Form of Acceptance.

本接納表格一經簽署及交回，即表示本人：

(a) 確認本人已閱讀、理解及同意股份激勵建議的條款及條件(包括但不限於計劃文件、致股份激勵持有人函件及本接納表格所載者)；以及本人已收到計劃文件及致股份激勵持有人函件；

(b) 確認本人持有涉及本人接納股份激勵建議的所有尚未行使股份激勵均為有效及存續，且不附帶一切留置權、押記、抵押及任何性質的第三方權益；

(c) 確認已遵守適用於本人接納股份激勵建議的所有當地法律及規定；

(d) 確認本人不再擁有有關本人股份激勵的任何權利或權益，且本人股份激勵的所有權利及權益將於生效日期自動失效；

(e) 同意(就股份激勵建議而言)解除及放棄因股份激勵及/或股份激勵建議而產生或與之相關的針對任何人士(包括要約人及本公司及其高級職員)的所有未來及現有申索、要求、行動及/或訴訟(不論是否以合約、法定或其他形式，亦不論於簽署接納表格時是否已知悉或可能知悉或在本人預期內，並以法律並無禁止的最大範圍為限)；

(f) 確認、接納並承諾遵守就股份激勵要約向本人授出要約人受限制股份單位及/或要約人績效股份單位的授予函之條款；

(g) 確認股份激勵建議的任何接納不得被撤銷或更改；

(h) 授權本公司及要約人共同及個別地，或本公司或要約人的任何董事或高級人員或該人士的任何代理人作出一切行為及事宜，以及簽立為使本人接納股份激勵建議有效而可能必要或適當的任何文件；而本人謹此承諾簽立就該項接納而可能需要簽署的任何其他保證書(包括但不限於同意本公司、董事會或要約人(如適用)行使其權利修訂本人股份激勵的條款，以使該等尚未行使的股份激勵被註銷，以換取要約人就長期激勵計劃購股權要約或購股權要約(如適用)及就股份激勵要約授出要約人受限制股份單位及要約人績效股份單位支付的現金對價)；

(i) 授權本公司向要約人轉交可識別本人身份的任何個人資料(包括但不限於本人姓名、本人出生日期、聯絡詳情、國籍、身份或護照號碼、稅務居民身份、社會保障號碼(或同等級別資料)、銀行賬戶詳情及本人股份激勵詳情)，並授權要約人就與實施股份激勵計劃直接或間接相關的所有事宜收集、使用及處理有關個人資料。本人同意簽立本公司或要約人可能要求之任何其他文件，以有關接納生效；及

(j) 承諾確認及追認根據或依據致股份激勵持有人函件或本接納表格所委任的任何受權人或代理人代表本人適當地或合法地採取的任何行動。

This Form of Acceptance shall be governed by and construed in accordance with the laws of Hong Kong.

本接納表格受香港按法例規管並按其詮釋。

Signature of Share Incentive Holder: _____ (Note 2)

股份激勵持有人簽署：_____ (附註2)

Name of Share Incentive Holder: _____

股份激勵持有人姓名：_____

Witness' Signature: _____ (Note 3)

見證人簽署：_____ (附註3)

Witness' Name: _____

見證人姓名：_____

Witness' Identity Card Number: _____

見證人身份證號碼：_____

Date: _____

日期：_____

Notes:

1. This Form of Acceptance is subject to the terms and conditions of the Share Incentive Proposal as set out in the Letter to the Share Incentive Holders sent by the Offeror dated 15 September 2023 in relation to the Share Incentive Proposal. The Share Incentive Proposal is made in respect of your Share Incentives that you hold as at the Record Date, in respect of which the underlying Shares are not registered in your name (or in the name of your nominee holding on your behalf) as at the Record Date.

2. Please sign at the place indicated to signify your choice in respect of the Share Incentive Proposal and insert the date of signing. If you fail to sign and return the Form of Acceptance as instructed above, you will be treated as having returned a duly executed Form of Acceptance with the "Reject" box ticked in respect of all Share Incentives held by you on the Record Date.

3. The witness must be physically present when you sign this Form of Acceptance. The witness should be an individual but should not be a close relative of yours, a minor, a bankrupt or a person of unsound mind.

4. You are recommended to consult your professional adviser if you are in any doubt as to the taxation implications of the Share Incentive Proposal and, in particular, whether the receipt of the consideration under the Share Incentive Proposal will make you liable to taxation in Hong Kong or in other jurisdictions. If you are not resident in Hong Kong, the acceptance of the Share Incentive Proposal or the receipt of the consideration for acceptance of the Share Incentive Proposal may be subject to the laws of the relevant jurisdiction in which you are located. You should inform yourself about and observe any applicable legal and regulatory requirements. If you wish to accept the Share Incentive Proposal, it is your responsibility to satisfy yourself as to the full observance of the laws of your own jurisdiction in connection therewith, including the obtaining of any governmental or exchange control or other consents which may be required, or the compliance with other necessary formalities and the payment of any issue, transfer or other taxes due in such jurisdiction.

附註：

1. 本接納表格受要約人就股份激勵建議寄發的日期為2023年9月15日的致股份激勵持有人的函件所載的股份激勵建議條款及條件所規限。股份激勵建議乃就閣下於記錄日期所持有而相關股份於記錄日期並未登記於閣下名下(或代表閣下為受益人而持有的代名人名下)的股份激勵作出。

2. 請於所指示的地方簽署，以表明閣下就股份激勵建議的選擇及填寫簽署日期。儘管閣下填妥接納表格的其他部分，倘閣下並未按照上述指示簽署接納表格並交回要約人，則閣下將被視為已交回簽署的接納表格而且已就閣下於記錄日期持有的全部股份激勵於「拒絕」方格內填上「✓」號處理。

3. 閣下簽署本接納表格時，見證人必須親身到場。見證人應為個人，但不應為閣下的近親、未成年人士、破產或精神不健全的人士。

4. 閣下如對股份激勵建議的稅務影響有任何疑問，尤其是收取股份激勵建議的對價是否會令閣下須繳納香港或其他司法管轄區的稅項方面的疑問，應諮詢閣下的專業顧問。倘閣下並非居於香港，則接納股份激勵建議或就接納股份激勵建議收取對價可能須遵從閣下所在有關司法管轄區的法例。閣下應自行了解及遵守任何適用法律或監管規定。閣下如有意接納股份激勵建議，則有責任自行全面遵守有關司法管轄區就此方面的法例，包括按規定取得任何政府、外匯管制或其他方面的同意，或辦理其他必要的正式手續及支付閣下於該司法管轄區所應繳的任何發行、轉讓或其他稅項。