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IMAX CHINA HOLDING, INC.

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1970)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of IMAX China Holding, Inc. (the “**Company**”) will be held at Meeting Room 4, Shanghai Marriott Hotel City Centre, 555 Xi Zang (Middle) Road, Huangpu District, Shanghai, China on 11 June 2020 at 7:00 a.m. (Hong Kong time) for the following purposes:

1. To receive the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2019.
2. To declare a final dividend of US\$0.02 per Share (equivalent to approximately HK\$0.156 per Share) for the year ended 31 December 2019.
3.
 - (a) To re-elect Ms. Yue-Sai Kan as an Independent Non-executive Director of the Company.
 - (b) To re-elect Mr. Jiande Chen as an Executive Director of the Company.
 - (c) To re-elect Mr. Jim Athanasopoulos as an Executive Director of the Company.
 - (d) To re-elect Mr. Peter Loehr as an Independent Non-executive Director of the Company.
 - (e) To authorize the board of directors to fix the respective directors’ remuneration.
4. To re-appoint PricewaterhouseCoopers as auditors and to authorize the board of directors to fix their remuneration.
5. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (a) subject to paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to exercise during the Relevant Period (as defined below) all the powers of the Company to buy back its shares on The Stock Exchange of Hong Kong Limited in accordance with all applicable laws, rules and regulations;

(b) the total number of shares of the Company to be bought back pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution, and if any subsequent consolidation or subdivision of shares is conducted, the maximum number of shares that may be bought back under the mandate in paragraph (a) above as a percentage of the total number of issued shares at the date immediately before and after such consolidation or subdivision shall be the same; and

(c) for the purposes of this resolution:

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting.”

6. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“**THAT:**

(a) subject to paragraph (c) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to allot, issue and deal with additional shares in the capital of the Company, and to make or grant offers, agreements and options which might require the exercise of such powers, in each case during the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations;

(b) the mandate in paragraph (a) above shall authorize the directors to, during the Relevant Period, make or grant offers, agreements and options which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted by the directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined below);

(ii) the exercise of options under a share option scheme of the Company; and

(iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company,

shall not exceed 20% of the total number of issued shares of the Company as at the date of passing of this resolution, and if any subsequent consolidation or subdivision of shares is conducted, the maximum number of shares that may be issued under the mandate in paragraph (a) above as a percentage of the total number of issued shares at the date immediately before and after such consolidation or subdivision shall be the same; and

(d) for the purposes of this resolution:

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting.

“**Rights Issue**” means an offer of shares open for a period fixed by the directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange).”

7. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“**THAT** conditional upon the passing of the resolutions set out in items 5 and 6 of the notice convening this meeting (the “**Notice**”), the general mandate referred to in the resolution set out in item 6 of the Notice be and is hereby extended by the addition to the aggregate number of shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the directors pursuant to such general mandate of the number of shares bought back by the Company pursuant to the mandate referred to in resolution set out in item 5 of the Notice, provided that such amount shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution).”

8. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

(a) the maximum number of new shares that may underlie the restricted share units (“**RSUs**”) to be granted pursuant to the RSU scheme adopted by the Company on 21 September 2015 (the “**RSU Scheme**”) during the period from the date of the passing of this resolution until the earliest of:

(i) the conclusion of the next annual general meeting of the Company; or

(ii) the end of the period within which the Company is required by any applicable laws or the articles of association of the Company to hold its next annual general meeting; or

(iii) the variation or revocation by an ordinary resolution of the shareholders in general meeting (the “**Applicable Period**”),

shall be 21,116,344, subject to adjustment for further grant of options, performance-based restricted share units or RSUs prior to the date of the annual general meeting; and

(b) the board of directors shall have the power to allot, issue and deal with shares underlying the RSUs to be granted pursuant to the RSU Scheme during the Applicable Period as and when the RSUs vest.”

By Order of the Board
IMAX China Holding, Inc.
Zi Maggie Chen
Joint Company Secretary

Hong Kong, 11 May 2020

Notes:

1. All resolutions at the meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and the articles of association of the Company. The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be deposited at the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting (i.e. not later than 7:00 a.m. on 9 June 2020 (Hong Kong time)) or the adjourned meeting (as the case may be) Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

4. For determining shareholders' eligibility to attend and vote at the above meeting and entitlement to the final dividend, the register of members of the Company will be closed as set out below:

(i) for determining shareholders' eligibility to attend and vote at the above meeting:

Latest time to lodge transfer documents for registration with the Company's Hong Kong share registrar	At 4:30 p.m. on 4 June 2020
Closure of register of members	5 June 2020 to 11 June 2020 (both dates inclusive)
Record Date	11 June 2020

(ii) for determining shareholders' entitlement to the final dividend:

Latest time to lodge transfer documents for registration with the Company's Hong Kong share registrar	At 4:30 p.m. on 16 June 2020
Closure of register of members	17 June 2020 to 19 June 2020 (both dates inclusive)
Record Date	19 June 2020

During the above closure periods, no transfer of shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting and to qualify for the final dividend, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than the applicable latest time aforementioned.

5. A circular containing further details concerning the resolutions set out in item 3, 5, 6, 7 and 8 set out in the above notice will be sent to all shareholders of the Company.

6. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this announcement, the Directors of the Company are:

Executive Directors:

Jiande Chen

Jim Athanasopoulos

Mei-Hui Chou (Jessie)

Non-Executive Directors:

Richard Gelfond

Megan Colligan

Independent Non-Executive Directors:

John Davison

Yue-Sai Kan

Dawn Taubin

Peter Loehr