

MARCUS CORP  
Form 4  
October 11, 2005

**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

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
NEIS DOUGLAS A

(Last) (First) (Middle)

C/O THE MARCUS  
CORPORATION, 100 EAST  
WISCONSIN AVENUE, SUITE  
1900

(Street)

MILWAUKEE, WI 532024125

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/06/2005

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
CFO and Treasurer

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	23,247	D	
Common Stock				(A) or (D)	2,291 <sup>(1)</sup>	I	By 401(k) Plan

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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SEC 1474  
(9-02)

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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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (granted 10/06/2005)	\$ 20.06	10/06/2005		A		10,000		<u>(2)</u>	10/06/2015	Common Stock	10,000
Employee Stock Option (granted 6/26/96)	\$ 16.75							<u>(3)</u>	06/26/2006	Common Stock	3,000
Employee Stock Option (granted 6/26/97)	\$ 16.5							<u>(3)</u>	06/26/2007	Common Stock	3,000
Employee Stock Option (granted 6/25/98)	\$ 16.938							<u>(3)</u>	06/25/2008	Common Stock	3,750
Employee Stock Option (granted 6/30/99)	\$ 12.313							<u>(3)</u>	06/30/2009	Common Stock	5,000
Employee Stock Option (granted 6/28/00)	\$ 11.43							<u>(3)</u>	06/28/2010	Common Stock	15,000
Employee Stock Option (granted	\$ 14.05							<u>(3)</u>	07/12/2011	Common Stock	15,000

7/12/01)

Employee  
StockOption \$ 15.55  
(granted  
7/11/02)(3)

07/11/2012

Common  
Stock

10,000

Employee  
StockOption \$ 14.61  
(granted  
9/8/03)(3)

09/08/2013

Common  
Stock

7,500

Employee  
StockOption \$ 18.15  
(granted  
8/18/04)(3)

08/18/2014

Common  
Stock

7,500

## Reporting Owners

**Reporting Owner Name / Address****Relationships**

Director

10% Owner

Officer

Other

NEIS DOUGLAS A  
C/O THE MARCUS CORPORATION  
100 EAST WISCONSIN AVENUE, SUITE 1900  
MILWAUKEE, WI 532024125

CFO and Treasurer

## Signatures

By: Steven R. Barth,  
Attorney-In-Fact

10/10/2005

\_\_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) Balance reflects the most current data available with regard to the reporting person's holdings in the 401(k) Plan.

(2) The options vest and become exercisable as follows: 20% after 1st anniversary of the date of grant, 40% after 2nd anniversary; 60% after 3rd anniversary; 80% after 4th anniversary; and 100% after 5 years.

(3) The options originally granted vest and become exercisable as follows: 40% after 2nd anniversary of the date of grant; 60% after 3rd anniversary; 80% after 4th anniversary; and 100% after 5 years.

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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