

MARCUS CORP

Form 4

February 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 *
KISSINGER THOMAS F

(Last) (First) (Middle)

**THE MARCUS
CORPORATION, 100 E.
WISCONSIN AVE., SUITE 1900**

(Street)

MILWAUKEE, WI 53202

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/06/2015

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)
Sr Exec VP, Gen Counsel & Secy

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)
			Code	V	Amount	(A) or (D) Price			
Common Stock	02/06/2015		M		6,821	A \$ 13.34	55,006	D	
Common Stock	02/06/2015		F		5,293	D \$ 18.98	49,713	D	
Common Stock	02/06/2015		S		3,600	D \$ 19.22	46,113	D	
Common Stock							6,026 ⁽¹⁾	I	By 401(k) Plan
Common Stock							481 ⁽²⁾	I	By Plan ⁽³⁾

By 401(k)
Plan

By Plan ⁽³⁾

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

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SEC 1474
(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)		8. De Sec (In	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) (granted 10/6/05)	\$ 14.0694							(4)	10/06/2015	Common Stock	4,299
Stock Option (right to buy) (granted 7/31/06)	\$ 19.74							(4)	07/31/2016	Common Stock	15,000
Stock Option (right to buy) (granted 8/2/07)	\$ 20.4							(4)	08/02/2017	Common Stock	15,000
Stock Option (right to buy) (granted 7/29/08)	\$ 15.59							(4)	07/29/2018	Common Stock	20,000
Stock Option (right to buy)	\$ 13.34	02/06/2015		M		6,821		(4)	07/28/2019	Common Stock	6,821

(granted
7/28/09)

Stock
Option
(right to
buy) \$ 11.89

(granted
7/27/10)

Stock
Option
(right to
buy) \$ 10

(granted
7/26/11)

Stock
Option
(right to
buy) \$ 13.12

(granted
7/31/12)

Stock
Option
(right to
buy) \$ 13.04

(granted
7/30/13)

Stock
Option
(right to
buy) \$ 18.34

(granted
7/29/14)

(4)

07/27/2020

Common
Stock

22,500

(4)

07/26/2021

Common
Stock

15,000

(4)

07/31/2022

Common
Stock

22,000

(4)

07/30/2023

Common
Stock

22,750

(4)

07/29/2024

Common
Stock

17,900

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KISSINGER THOMAS F THE MARCUS CORPORATION 100 E. WISCONSIN AVE., SUITE 1900 MILWAUKEE, WI 53202			Sr Exec VP, Gen Counsel & Secy	

Signatures

/s/ Steven R. Barth, Attorney-in-Fact for Thomas F.
Kissinger

02/10/2015

__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) Balance reflects the most current data available with regard to the reporting person's holdings in the 401(k) Plan.
- (2) Balance reflects the reporting person's holdings in The Marcus Corporation Dividend Reinvestment and Associate Stock Purchase Plan as of January 16, 2015.
- (3) By Dividend Reinvestment and Associate Stock Purchase Plan.
- (4) 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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