

MARCUS CORP  
Form 4  
December 07, 2004

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KISSINGER THOMAS F**

(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)  
**12/03/2004**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
VP, General Counsel and Secy

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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. 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 Ownership (Instr. 4)
Common Stock	12/03/2004		A	(A) or (D) 1,850 (1)	\$ 0 20,274	D	
Common Stock					1,737 (2)	I	By 401(k) Plan
Common Stock					353 (3)	I	By Plan (4)

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

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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)	8. Price or Value 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 6/26/96)	\$ 16.75					<u>(5)</u> 06/26/2006	06/26/2006	Common Stock	3,750
Employee Stock Option (granted 6/26/97)	\$ 16.5					<u>(5)</u> 06/26/2007	06/26/2007	Common Stock	3,750
Employee Stock Option (granted 6/25/98)	\$ 16.94					<u>(5)</u> 06/25/2008	06/25/2008	Common Stock	3,750
Employee Stock Option (granted 6/30/99)	\$ 12.31					<u>(5)</u> 06/30/2009	06/30/2009	Common Stock	5,000
Employee Stock Option (granted 6/28/00)	\$ 11.44					<u>(5)</u> 06/28/2010	06/28/2010	Common Stock	15,000
Employee Stock Option	\$ 14.05					<u>(5)</u> 07/12/2011	07/12/2011	Common Stock	15,000

(granted  
7/12/01)

Employee  
Stock

Option \$ 15.55

(5)

07/11/2012

Common  
Stock

10,000

(granted  
7/11/02)

Employee  
Stock

Option \$ 14.61

(5)

09/08/2013

Common  
Stock

7,500

(granted  
9/8/03)

Employee  
Stock

Option \$ 18.15

(5)

08/18/2014

Common  
Stock

7,500

(granted  
8/18/04)

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

KISSINGER THOMAS F  
C/O THE MARCUS CORPORATION  
100 EAST WISCONSIN AVENUE, SUITE 1900  
MILWAUKEE, WI 532024125

VP, General Counsel and Secy

## Signatures

By: Ralph J. Gundrum,  
Attorney-In-Fact

12/07/2004

\_\_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) Restricted stock granted December 3, 2004 vests and becomes exercisable as follows: 25% after 3rd anniversary of the date of grant; 50% after 5th anniversary; 75% after 10th anniversary and 100% upon retirement.
- (2) Balance reflects the most current data available with regard to the reporting person's holdings in the 401(k) Plan.
- (3) Balance reflects the reporting person's holdings in The Marcus Corporation Dividend Reinvestment and Associate Stock Purchase Plan as of August 19, 2004.
- (4) By Dividend Reinvestment and Associate Stock Purchase Plan.
- (5) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.