#### MILSTEIN PHILIP L

Form 4 May 07, 2018

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MILSTEIN PHILIP L			2. Issuer Name <b>and</b> Ticker or Trading Symbol MARCUS CORP [MCS]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
	OGDEN CAP PROPERTIES, LLC, 545 MADISON AVENUE, 5TH FLOOR		(Month/Day/Year) 05/04/2018	X Director 10% Owner Officer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
NEW YORK	K, NY 1002	2-4219	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities A	cquired, Disposed of, or Beneficially Owned		

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	e Secu	rities Aco	quired, Disposed	of, or Benefic	ially 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. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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	05/04/2018		M	500	A	\$ 17.17	45,007	D	
Common Stock							35,244	I	As trustee for PLM Foundation (1)
Common Stock							124,111	I	As co-trustee for SVM Foundation

(1)

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Common Stock	8,100 I		By children
Common Stock	2,000 I		By spouse (1)
Reminder: Report on a separate line for each class of securities benefic	·		DEG 1454
	Persons who respond to the collect information contained in this form a required to respond unless the form displays a currently valid OMB cont number.	are not n	SEC 1474 (9-02)

# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	o <b>ro</b> f Derivativ	Expiration Day  (Month/Day/)	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	
Stock Option (Right to Buy)	\$ 17.17	05/04/2018		M	500	0 05/29/2008	05/29/2018	Common Stock	500	
Stock Option (Right to Buy) (2)	\$ 10.78					05/28/2009	05/28/2019	Common Stock	500	
Stock Option (Right to Buy) (2)	\$ 11.14					05/27/2010	05/27/2020	Common Stock	500	
Stock Option (Right to Buy) (2)	\$ 10.5					05/26/2011	05/26/2021	Common Stock	500	
Stock Option (Right to Buy) (2)	\$ 13.33					05/31/2012	05/31/2022	Common Stock	500	

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Stock Option (Right to Buy) (2)	\$ 13.45	05/30/2013	05/30/2023	Common Stock	1,000
Stock Option (Right to Buy) (2)	\$ 16.84	05/29/2014	05/29/2024	Common Stock	1,000
Stock Option (Right to Buy) (2)	\$ 19.65	05/28/2015	05/28/2025	Common Stock	1,000
Stock Option (Right to Buy) (2)	\$ 18.97	12/31/2015	12/31/2025	Common Stock	583
Stock Option (Right to	\$ 31.55	12/29/2016	12/29/2026	Common Stock	1,000
Buy) <u>(2)</u>				Stock	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
<b>Fg</b>	Director	10% Owner	Officer	Other		
MILSTEIN PHILIP L OGDEN CAP PROPERTIES, LLC 545 MADISON AVENUE, 6TH FLOOR NEW YORK, NY 10022-4219	X					

## **Signatures**

/s/ Steven R. Barth, Attorney-in-Fact for Philip L.
Milstein

05/07/2018

\*\*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) The undersigned disclaims any beneficial interest in shares owned by his wife, children, held by him as trustee for PLM Foundation, or held by him as co-trustee for SVM Foundation.
- (2) Granted pursuant to The Marcus Corporation 2004 Equity and Incentive Awards Plan.

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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