MARCUS CORP Form 4 October 11, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Other (specify

Issuer

below)

Director

X_ Officer (give title

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

2. Issuer Name and Ticker or Trading

MARCUS CORP [MCS]

3. Date of Earliest Transaction

(Month/Day/Year)

10/06/2005

Symbol

1(b).

(Print or Type Responses)

Marcus Gregory S

C/O THE MARCUS

CORPORATION, 100 EAST

(Last)

1. Name and Address of Reporting Person *

(First)

(Middle)

See Instruction

Senior Vice President WISCONSIN AVENUE, SUITE 1900 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting MILWAUKEE, WI 532024125 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Form: Direct Indirect Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price As Common 75 Ι custodian Stock (1) By 401(k) Common 2,165 I Stock Plan (2) Common 13,806 D Stock

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

Edgar Filing: MARCUS CORP - Form 4

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	Execution Date, if any (Month/Day/Year)	Code	5. Number of orDerivative Securities Acquired (A) or Disposed or (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares	
Employee Stock Option (granted 10/06/2005)	\$ 20.06	10/06/2005		A	10,000	(3)	10/06/2015	Common Stock	10,00	
Class B Common Stock	\$ 0 (4)					<u>(5)</u>	<u>(6)</u>	Common Stock	31,80	
Class B Common Stock	\$ 0 (4)					<u>(5)</u>	<u>(6)</u>	Common Stock	10,66	
Class B Common Stock	\$ 0 (4)					<u>(5)</u>	<u>(6)</u>	Common Stock	195,84	
Employee Stock Option (granted 6/26/96)	\$ 16.75					<u>(8)</u>	06/26/2006	Common Stock	1,500	
Employee Stock Option (granted 6/26/97)	\$ 16.5					(8)	06/26/2007	Common Stock	1,500	
Employee Stock Option (granted 6/25/98)	\$ 16.938					(8)	06/25/2008	Common Stock	1,500	

Edgar Filing: MARCUS CORP - Form 4

Employee Stock Option (granted 6/30/99)	\$ 12.313	<u>(8)</u>	06/30/2009	Common Stock	3,500
Employee Stock Option (granted 6/28/00)	\$ 11.43	<u>(8)</u>	06/28/2010	Common Stock	15,00
Employee Stock Option (granted 7/11/02)	\$ 15.55	(8)	07/11/2012	Common Stock	25,00
Employee Stock Option (granted 9/8/03)	\$ 14.61	<u>(8)</u>	09/08/2013	Common Stock	7,500
Employee Stock Option (granted 8/18/04)	\$ 18.15	(8)	08/18/2014	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Keiationsnips					
	Director	10% Owner	Officer	Other		

Marcus Gregory S C/O THE MARCUS CORPORATION 100 EAST WISCONSIN AVENUE, SUITE 1900 MILWAUKEE, WI 532024125

Senior Vice President

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) As sole custodian of these shares held by the Alexandra Marcus U/WI/UTMA.
- (2) Balance reflects the most current data available with regard to the reporting person's holdings in the 401(k) Plan.

Reporting Owners 3

Edgar Filing: MARCUS CORP - Form 4

- (3) 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.
- (4) This security is convertible into common stock on a 1-for-1 basis at no cost.
- (5) This security is immediately exercisable.
- (6) No expiration date.
- (7) As sole custodian of 13,900 Class B shares held by the Alexandra Marcus U/WI/UTMA, 13,900 Class B shares held by the Michael Marcus U/WI/UTMA, and 4,000 Class B shares held by the Samantha Marcus U/WI/UTMA.
- (8) 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.