**MARCUS CORP** Form 4

December 30, 2016

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

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**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations 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

(Zin)

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading STARK BRIAN JAY Issuer Symbol MARCUS CORP [MCS] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X\_ Director 10% Owner Other (specify Officer (give title 735 NORTH WATER STREET, 12/29/2016 below) **SUITE 790** 4. If Amendment, Date Original (Street) 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 53202

(State)

(City)

mount of 6. Ownership 7. Nature of
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eficially (D) or Beneficial
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owing (Instr. 4) (Instr. 4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	5. Number on 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 a Underlying (Instr. 3 and	Securities	8 1 2 (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy) (2)	\$ 12.89					01/10/2012	01/10/2022	Common Stock	1,000	
Stock Option (Right to Buy) (2)	\$ 13.33					05/31/2012	05/31/2022	Common Stock	500	
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					05/31/2015	05/31/2025	Common Stock	583	
Stock Option (Right to Buy) (2)	\$ 31.55	12/29/2016		A	1,000	12/29/2016	12/29/2026	Common Stock	1,000	

# **Reporting Owners**

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

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STARK BRIAN JAY
735 NORTH WATER STREET, SUITE 790
X
MILWAUKEE, WI 53202

## **Signatures**

/s/ Steven R. Barth, Attorney-in-Fact for Brian Jay Stark 12/30/2016

\*\*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 29, 2016 vests and becomes exercisable as follows: 50% after 3rd anniversary of the date of the grant and 100% after 5th anniversary of the date of the grant or upon death, disability or retirement.
- (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. 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.

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