

SAMPSON GERALD A  
 Form 4  
 January 02, 2003

FORM 4

UNITED STATES SECURITIES AND  
 EXCHANGE COMMISSION  
 Washington, DC 20549

OMB  
 APPROVAL  
 OMB  
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[X] 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

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*              |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol                               |                                   |  | 6. Relationship of Reporting to Issuer<br>(Check all applicable)   |   |                                  |
| SAMPSON GERALD A.                                     |         |          | The Neiman Marcus Group, Inc.<br>(NMG.A)   |                                   |  | <input type="checkbox"/> Director<br><input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Office Other (specify title below)<br>President and COO, Neiman Marcus Stores |   |                                  |
| (Last)  | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)    |                                   | 4. Statement for Month/Day/Year                    |  | 7. Individual or Joint/Group (Check Applicable Line)  |                                  |
|   |         |          |  |                                   | December 31, 2002                                  |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |                                  |
| c/o The Neiman Marcus Group, Inc.<br>1618 Main Street |         |          |  |                                   | 5. If Amendment, Date of Original (Month/Day/Year) |  |   |                                  |
| (Street)  |         |          |  |                                   |  |  |   |                                  |
| Dallas Texas 75201                                    |         |          |  |                                   |  |  |   |                                  |
| (City) (State) (Zip)                                  |         |          | Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                                   |  |  |   |                                  |
| 1. Title of Security (Instr. 3)                       |         |          | 2. Transaction Date  | 2A. Deemed Execution Date, if any | 3. Transaction Code (Instr. 8)                     | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  | 5. Amount of Securities Beneficially Owned  | 6. Ownership Form: Direct (D) or |

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|   | (Month/<br>Day/<br>Year) | (Month/<br>Day/<br>Year) | Code | V | Amount | (A)<br>or<br>(D) | Price    | Followed<br>Reported<br>Transaction(s)<br>(Instr. 4)<br><br>3<br>and<br>4) | Indirect<br>(Instr. 4) |
|---|--------------------------|--------------------------|------|---|--------|------------------|----------|--|------------------------|
| Common Stock, Class A                       | 01-02-03                 | 01-02-03                 | S    |   | 5,000  | D                | \$31.152 | 63,847   | D                      |
| Common Stock, Class A (11/99 Restricted)(1) | 12-31-02                 | 12-31-02                 | D    |   | 4,000  | D                |          | 0  | D                      |
| Common Stock, Class A (9/97 PARS)(1)        | 12-31-02                 | 12-31-02                 | D    |   | 3,800  | D                |          | 0  | D                      |
| Common Stock, Class A (9/98 PARS)(1)        | 12-31-02                 | 12-31-02                 | D    |   | 4,800  | D                |          | 0  | D                      |
| Common Stock, Class A (10/99 PARS)(1)       | 12-31-02                 | 12-31-02                 | D    |   | 1,900  | D                |          | 0  | D                      |
|   |                          |                          |      |   |        |                  |          |  |                        |
|   |                          |                          |      |   |        |                  |          |  |                        |
|   |                          |                          |      |   |        |                  |          |  |                        |

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

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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(Over)  
SEC 1474  
(9-02)

| FORM 4<br>(continued)                               | Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned<br>(e.g., puts, calls, warrants, options, convertible securities) |  |   |                                      |  |   |  |  |    |  |
|---|---|--|---|--------------------------------------|--|---|--|--|----|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion or<br>Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br><br>(Month/<br>Day/<br>Year) | 3A.<br>Deemed<br>Execution<br>Date, if<br>any | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or | 6. Date Exercisable and<br>Expiration<br>Date<br>(Month/Day/<br>Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and<br>4) | 8. Price<br>of Derivative<br>Security<br>(Instr. | 9. |  |

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|  |  |  | (Month/<br>Day/<br>Year) | Dis-posed of (D)<br>(Instr. 3, 4 and 5) |   |     |     | Date Exer-cisable | Expira-tion Date | Title | Amount or Number of Shares | 5) |
|--|--|--|--------------------------|---|---|-----|-----|-------------------|------------------|-------|----------------------------|----|
|  |  |  |                          | Code                                    | V | (A) | (D) |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |
|  |  |  |                          |   |   |     |     |                   |                  |       |                            |    |

Explanation of Responses:

(1) Represents forfeiture of restricted stock granted under The Neiman Marcus Group, Inc. 1997 Incentive Plan in transactions exempt under Rule 16b-3(e).

/s/ Gerald A. Sampson

January 2, 2003

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See

\*\*Signature of Reporting Person

Date

18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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