

MARCUS CORP
Form 3
July 18, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|--|---|---|--|
| <p>1. Name and Address of Reporting Person * ^ Marcus Gregory S (Last) (First) (Middle)</p> <p>C/O THE MARCUS CORPORATION, ^ 100 EAST WISCONSIN AVENUE, SUITE 1900 (Street)</p> <p>MILWAUKEE, ^ WI ^ 532024125 (City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement (Month/Day/Year) 07/07/2005</p> | <p>3. Issuer Name and Ticker or Trading Symbol MARCUS CORP [MCS]</p> | <p>4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Senior Vice President</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 13,806 | D | ^ |
| Common Stock | 75 | I | As custodian ⁽¹⁾ |
| Common Stock | 2,165 | I | By 401(k) Plan ⁽²⁾ |

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

SEC 1473 (7-02)

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.

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

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Employee Stock Option (granted 6/26/96) | Â (3) | 06/26/2006 | Common Stock | 1,500 | \$ 16.75 | D | Â |
| Employee Stock Option (granted 6/26/97) | Â (3) | 06/26/2007 | Common Stock | 1,500 | \$ 16.5 | D | Â |
| Employee Stock Option (granted 6/25/98) | Â (3) | 06/25/2008 | Common Stock | 1,500 | \$ 16.9375 | D | Â |
| Employee Stock Option (granted 6/30/99) | Â (3) | 06/30/2009 | Common Stock | 3,500 | \$ 12.3125 | D | Â |
| Employee Stock Option (granted 6/28/00) | Â (3) | 06/28/2010 | Common Stock | 15,000 | \$ 11.43 | D | Â |
| Employee Stock Option (granted 7/11/02) | Â (3) | 07/11/2012 | Common Stock | 25,000 | \$ 15.55 | D | Â |
| Employee Stock Option (granted 9/8/03) | Â (3) | 09/08/2013 | Common Stock | 7,500 | \$ 14.61 | D | Â |
| Employee Stock Option (granted 8/18/04) | Â (3) | 08/18/2014 | Common Stock | 7,500 | \$ 18.15 | D | Â |
| Class B Common Stock | Â (4) | Â (5) | Common Stock | 31,800 | \$ (6) | I | As custodian (7) |
| Class B Common Stock | Â (4) | Â (5) | Common Stock | 195,849 | \$ (6) | D | Â |
| Class B Common Stock | Â (4) | Â (5) | Common Stock | 10,667 | \$ (6) | I | By spouse |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Marcus Gregory S C/O THE MARCUS CORPORATION 100 EAST WISCONSIN AVENUE, SUITE 1900 MILWAUKEE, WI 532024125 | Â | Â | Â Senior Vice President | Â |

Signatures

By: Jennifer L. Boatwright,
Attorney-In-Fact

07/18/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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.
- (3) 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.
- (4) This security is immediately exercisable.
- (5) No expiration date.
- (6) This security is convertible into common stock on a 1-for-1 basis at no cost.
- (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.

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.