**MARCUS CORP** Form 4 August 01, 2006

# FORM 4

#### **OMB APPROVAL**

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

OMB 3235-0287 Number:

if no longer subject to Section 16. Form 4 or

Check this box

January 31, Expires: 2005

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** KISSINGER THOMAS F  (Last) (First) (Middle)  C/O THE MARCUS CORPORATION, 100 EAST WISCONSIN AVENUE, SUITE 1900	2. Issuer Name and Ticker or Trading Symbol MARCUS CORP [MCS] 3. Date of Earliest Transaction (Month/Day/Year) 07/31/2006	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  Director 10% Owner Symbol Counsel and Secy  VP, General Counsel and Secy					
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
MILWAUKEE, WI 532024125		Form filed by More than One Reporting Person					
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
(Instr. 3) any	emed 3. 4. Securities ion Date, if TransactionAcquired (A) or Code Disposed of (D) i/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)  (A) or Code V Amount (D) Price	5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)					
Common Stock		25,875 D					
Common Stock		2,852 (1) I By 401(k) Plan					
Common Stock		361 (2) I By Plan (3)					

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)

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

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)	5. Number of orderivative Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	<b>(</b> )	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) (granted 7/31/06)	\$ 19.74	07/31/2006		A	15,000		<u>(4)</u>	07/31/2016	Common Stock	15,000
Stock Option (right to buy) (granted 9/8/03)	\$ 10.2469						<u>(4)</u>	09/08/2013	Common Stock	10,693
Stock Option (right to buy) (granted 8/18/04)	\$ 12.7298						<u>(4)</u>	08/18/2014	Common Stock	10,693
Stock Option (right to buy) (granted 7/12/01)	\$ 9.8542						<u>(4)</u>	07/12/2011	Common Stock	21,387
Stock Option (right to buy) (granted 7/11/02)	\$ 10.9062						<u>(4)</u>	07/11/2012	Common Stock	14,258
	\$ 8.6356						<u>(4)</u>	06/30/2009		7,129

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Stock Option (right to buy) (granted 6/30/99)				Common Stock	
Stock Option (right to buy) (granted 6/28/00)	\$ 8.0219	<u>(4)</u>	06/28/2010	Common Stock	21,387
Stock Option (right to buy) (granted 10/6/05)	\$ 14.0694	<u>(4)</u>	10/06/2015	Common Stock	14,258

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

KISSINGER THOMAS F C/O THE MARCUS CORPORATION 100 EAST WISCONSIN AVENUE, SUITE 1900 MILWAUKEE, WI 532024125

VP, General Counsel and Secy

## **Signatures**

By: Tracy L. Haas, Attorney-In-Fact 08/01/2006

\*\*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) Balance reflects the most current data available with regard to the reporting person's holdings in the 401(k) Plan.
- (2) Balance reflects the reporting person's holdings in The Marcus Corporation Dividend Reinvestment and Associate Stock Purchase Plan as of July 31, 2006.
- (3) By Dividend Reinvestment and Associate Stock Purchase Plan.
- (4) 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.

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