

MARCUS CORP
Form 4
October 06, 2006

FORM 4

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

OMB APPROVAL

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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 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)

1. Name and Address of Reporting Person *
ERICSON JAMES D

(Last) (First) (Middle)

777 EAST WISCONSIN AVENUE, SUITE 3010

(Street)

MILWAUKEE, WI 532025367

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MARCUS CORP [MCS]

3. Date of Earliest Transaction (Month/Day/Year)
10/04/2006

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 10/04/2006 | | A | 509 A 1 2,469 | | D | |

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

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.

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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. Transaction Code (Instr. 8) | 5. Number of 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 Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|---|--|
| Stock Option (Right to Buy) ⁽²⁾ | \$ 10.2136 | | | | | Date Exercisable: 01/15/2001 Expiration Date: 01/15/2011 | Common Stock | 1,426 |
| Stock Option (Right to Buy) ⁽²⁾ | \$ 10.0295 | | | | | Date Exercisable: 05/31/2001 Expiration Date: 05/31/2011 | Common Stock | 713 |
| Stock Option (Right to Buy) ⁽²⁾ | \$ 9.2159 | | | | | Date Exercisable: 05/30/2002 Expiration Date: 05/30/2012 | Common Stock | 713 |
| Stock Option (Right to Buy) ⁽²⁾ | \$ 9.5245 | | | | | Date Exercisable: 05/29/2003 Expiration Date: 05/29/2013 | Common Stock | 713 |
| Stock Option (Right to Buy) ⁽²⁾ | \$ 11.2709 | | | | | Date Exercisable: 05/27/2004 Expiration Date: 05/27/2014 | Common Stock | 713 |
| Stock Option (Right to Buy) ⁽³⁾ | \$ 15.6966 | | | | | Date Exercisable: 05/26/2005 Expiration Date: 05/26/2015 | Common Stock | 713 |
| Stock Option (Right to Buy) ⁽³⁾ | \$ 17.73 | | | | | Date Exercisable: 05/25/2006 Expiration Date: 05/25/2016 | Common Stock | 500 |

Reporting Owners

Relationships

Reporting Owner Name / Address

Reporting Owners

| | | | |
|----------|--------------|---------|-------|
| Director | 10% Owner | Officer | Other |
|----------|--------------|---------|-------|

ERICSON JAMES D
777 EAST WISCONSIN AVENUE
SUITE 3010
MILWAUKEE, WI 532025367

X

Signatures

By: Steven R. Barth,
Attorney-In-Fact

10/06/2006

**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) Grant by Issuer in consideration of service as a director.
 - (2) Granted pursuant to The Marcus Corporation 1994 Nonemployee Director Stock Option Plan.
 - (3) Granted pursuant to The Marcus Corporation 2004 Equity Incentive Plan.

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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