

OLSON BRUCE J
Form 4
January 10, 2013

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
OLSON BRUCE J

(Last) (First) (Middle)

**THE MARCUS
CORPORATION, 100 E.
WISCONSIN AVE., SUITE 1900**

(Street)

MILWAUKEE, WI 53202

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
01/08/2013

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)

Senior Vice President

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	01/08/2013		S ⁽¹⁾		1,157	D \$ 13.3322 ⁽²⁾	143,145	D	
Common Stock	01/09/2013		S ⁽¹⁾		10,000	D \$ 13.33	133,145	D	
Common Stock	01/10/2013		S ⁽¹⁾		10,000	D \$ 13.3526 ⁽³⁾	123,145	D	
Common Stock							10,025 ⁽⁴⁾	I	By 401(k) Plan

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Common Stock	1,350	I	As trustee <u>(5)</u>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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. 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 Deriva Securit (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) (granted 9/8/03)	\$ 10.2469					<u>(6)</u>	09/08/2013	Common Stock	8,555
Stock Option (right to buy) (granted 8/18/04)	\$ 12.7298					<u>(6)</u>	08/18/2014	Common Stock	14,258
Stock Option (right to buy) (granted 10/6/05)	\$ 14.0694					<u>(6)</u>	10/06/2015	Common Stock	14,258
Stock Option (right to buy) (granted	\$ 19.74					<u>(6)</u>	07/31/2016	Common Stock	15,000

7/31/06)

Stock Option (right to buy) (granted 8/2/07)	\$ 20.4	<u>(6)</u>	08/20/2017	Common Stock	15,000
Stock Option (right to buy) (granted 7/29/08)	\$ 15.59	<u>(6)</u>	07/29/2018	Common Stock	25,000
Stock Option (right to buy) (granted 7/28/09)	\$ 13.34	<u>(6)</u>	07/28/2019	Common Stock	30,000
Stock Option (right to buy) (granted 7/27/10)	\$ 11.89	<u>(6)</u>	07/27/2020	Common Stock	30,000
Stock Option (right to buy) (granted 7/26/11)	\$ 10	<u>(6)</u>	07/26/2021	Common Stock	30,000
Stock Option (right to buy) (granted 7/31/12)	\$ 13.12	<u>(6)</u>	07/31/2022	Common Stock	27,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OLSON BRUCE J THE MARCUS CORPORATION 100 E. WISCONSIN AVE., SUITE 1900 MILWAUKEE, WI 53202	X		Senior Vice President	

Signatures

/s/ Steven R. Barth, Attorney-in-Fact for Bruce J.
Olson

01/10/2012

__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) The reported transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 14, 2012.
The price in Column 4 is a weighted average price. The prices actually received ranged from \$13.33 to \$13.35. The reporting person has
- (2) provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range for all transactions reported in this Form 4 utilizing an average weighted price.
The price in Column 4 is a weighted average price. The prices actually received ranged from \$13.34 to \$13.37. The reporting person has
- (3) provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range for all transactions reported in this Form 4 utilizing an average weighted price.
- (4) Balance reflects the most current data available with regard to the reporting person's holdings in the 401(k) Plan.
- (5) As trustee of the Bruce Olson Family Trust.
- (6) 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.
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