

KISSINGER THOMAS F
 Form 4
 March 20, 2018

FORM 4

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

OMB APPROVAL

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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 *
 KISSINGER THOMAS F

(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)
 03/16/2018

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)
 Sr Exec VP, Gen Counsel & Secy

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	03/16/2018		M		13,179	A	\$ 13.34 84,843 D
Common Stock	03/16/2018		F		5,822	D	\$ 30.2 79,021 D
Common Stock	03/16/2018		S		4,000	D	\$ 30.66 75,021 D
Common Stock	03/19/2018		S		3,100	D	\$ 30.56 71,921 D
Common Stock	03/19/2018		S		400	D	\$ 30.6 71,521 D

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Common Stock	281.74 ⁽¹⁾	I	By 401(k) Plan
Common Stock	509.734 ⁽²⁾	I	By Plan ⁽³⁾

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

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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. 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. Amount or Number of Shares
Stock Option (right to buy) (granted 7/28/09)	\$ 13.34	03/16/2018		M	13,179	⁽⁴⁾ 07/28/2019	Common Stock	13,179
Stock Option (right to buy) (granted 7/27/10)	\$ 11.89					⁽⁴⁾ 07/27/2020	Common Stock	14,077
Stock Option (right to buy) (granted 7/26/11)	\$ 10					⁽⁴⁾ 07/26/2021	Common Stock	5,351
Stock Option (right to buy) (granted	\$ 13.12					⁽⁴⁾ 07/31/2022	Common Stock	18,190

7/31/12)						
Stock Option (right to buy) (granted 7/30/13)	\$ 13.04	(4)	07/30/2023	Common Stock	22,750	
Stock Option (right to buy) (granted 7/29/14)	\$ 18.34	(4)	07/29/2024	Common Stock	17,900	
Stock Option (right to buy) (granted 7/28/15)	\$ 20.26	(4)	07/28/2025	Common Stock	19,300	
Stock Option (right to buy) (granted 3/1/16)	\$ 18.68	(4)	03/01/2026	Common Stock	12,300	
Stock Option (right to buy) (granted 2/28/17)	\$ 31.2	(4)	02/28/2027	Common Stock	17,000	
Stock Option (right to buy) (granted 2/27/18)	\$ 27	(4)	02/27/2028	Common Stock	24,400	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KISSINGER THOMAS F THE MARCUS CORPORATION 100 E. WISCONSIN AVE., SUITE 1900 MILWAUKEE, WI 53202			Sr Exec VP, Gen Counsel & Secy	

Signatures

/s/ Steven R. Barth, Attorney-in-Fact for Thomas F.
Kissinger

03/20/2018

__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 February 23, 2018.
- (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.