

OLSON BRUCE J  
Form 4  
December 01, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
OLSON BRUCE J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Last) (First) (Middle)  
C/O THE MARCUS CORPORATION, 100 EAST WISCONSIN AVENUE, SUITE 1900

3. Date of Earliest Transaction (Month/Day/Year)  
11/29/2005

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

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

MILWAUKEE, WI 532024125  
(City) (State) (Zip)

**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		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)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	11/29/2005		M		7,500	A	\$ 16.75	116,827	D	
Common Stock	11/29/2005		M		7,500	A	\$ 16.5	124,327	D	
Common Stock	11/29/2005		M		7,500	A	\$ 16.9375	131,827	D	
Common Stock	11/29/2005		M		10,000	A	\$ 12.3125	141,827	D	
	11/29/2005		M		50,000	A		191,827	D	

Edgar Filing: OLSON BRUCE J - Form 4

Common Stock					\$						
					11.4375						
Common Stock	11/29/2005		M	40,000	A	\$ 14.05	231,827	D			
Common Stock	11/29/2005		M	12,000	A	\$ 15.55	243,827	D			
Common Stock	11/29/2005		M	4,000	A	\$ 14.61	247,827	D			
Common Stock	11/29/2005		F	76,516	D	\$ 24.55	171,311	D			
Common Stock							4,288 <sup>(1)</sup>	I			By 401(k) Plan
Common Stock							5,770	I			By son
Common Stock							5,308	I			By wife as custodian for daughter

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.**

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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Option (granted 6/26/96)	\$ 16.75	11/29/2005		M	7,500	<sup>(2)</sup> 06/26/2006	Common Stock	7,500
Employee Stock	\$ 16.5	11/29/2005		M	7,500	<sup>(2)</sup> 06/26/2007	Common Stock	7,500

Edgar Filing: OLSON BRUCE J - Form 4

Option (granted 6/26/97)									
Employee Stock Option (granted 6/25/98)	\$ 16.9375	11/29/2005	M	7,500	<u>(2)</u>	06/25/2008	Common Stock	7,500	
Employee Stock Option (granted 6/30/99)	\$ 12.3125	11/29/2005	M	10,000	<u>(2)</u>	06/30/2009	Common Stock	10,000	
Employee Stock Option (granted 6/28/00)	\$ 11.4375	11/29/2005	M	50,000	<u>(2)</u>	06/28/2010	Common Stock	50,000	
Employee Stock Option (granted 7/12/01)	\$ 14.05	11/29/2005	M	40,000	<u>(2)</u>	07/12/2011	Common Stock	40,000	
Employee Stock Option (granted 7/11/02)	\$ 15.55	11/29/2005	M	12,000	<u>(2)</u>	07/11/2012	Common Stock	12,000	
Employee Stock Option (granted 9/8/03)	\$ 14.61	11/29/2005	M	4,000	<u>(2)</u>	09/08/2013	Common Stock	4,000	
Employee Stock Option (granted 8/18/04)	\$ 18.15				<u>(2)</u>	08/18/2014	Common Stock	10,000	
Employee Stock Option (granted 10/06/2005)	\$ 20.06				<u>(3)</u>	10/06/2015	Common Stock	10,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OLSON BRUCE J C/O THE MARCUS CORPORATION 100 EAST WISCONSIN AVENUE, SUITE 1900 MILWAUKEE, WI 532024125	X		Senior Vice President	

## Signatures

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

12/01/2005

\_\_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) 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.
- (3) The options vest and become exercisable as follows: 20% after 1st anniversary of the date of grant, 40% after 2nd anniversary; 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.