KISSINGER THOMAS F

Form 4

February 21, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number: January 31,

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Form 4 or 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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

below)

(First) (Middle) MARCUS CORP [MCS] 3. Date of Earliest Transaction

Director 10% Owner Other (specify X_ Officer (give title

(Check all applicable)

Sr Exec VP, Gen Counsel & Secy

THE MARCUS

(Last)

(City)

Common

Stock

CORPORATION, 100 E.

WISCONSIN AVE., SUITE 1900

(Street)

(State)

02/20/2019

4. If Amendment, Date Original

Filed(Month/Day/Year)

(Month/Day/Year)

02/20/2019

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

D

Person

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

MILWAUKEE, WI 53202

1.Title of Security	2. Transaction Date (Month/Day/Year)	
(Instr. 3)	•	any (Month/Day/Year)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

3,900 A \$0 A 84,914 (1)

Common 518.324 (2) I By Plan (3) Stock

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Dr.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Deriva Securit (Instr. :
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy) (granted 7/29/14)	\$ 18.34					<u>(4)</u>	07/29/2024	Common Stock	15,683	
Stock Option (right to buy) (granted 7/28/15)	\$ 20.26					<u>(4)</u>	07/28/2025	Common Stock	19,300	
Stock Option (right to buy) (granted 3/1/16)	\$ 18.68					<u>(4)</u>	03/01/2026	Common Stock	12,300	
Stock Option (right to buy) (granted 2/28/17)	\$ 31.2					<u>(4)</u>	02/28/2027	Common Stock	17,000	
Stock Option (right to buy) (granted 2/27/18)	\$ 27					<u>(4)</u>	02/27/2028	Common Stock	24,400	

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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

02/21/2019

**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) Restricted stock granted February 20, 2019 vests and becomes exercisable as follows: 50% after 2nd anniversary of date of grant and 100% after 4th anniversary of date of grant.
- (2) Balance reflects the reporting person's holdings in The Marcus Corporation Dividend Reinvestment and Associate Stock Purchase Plan as of February 20, 2019.
- (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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