

MARCUS CORP  
Form 4  
June 04, 2012

**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 \*  
**HOEKSEMA TIMOTHY E**

(Last) (First) (Middle)  
27421 HIDDEN RIVER COURT  
(Street)

BONITA SPRINGS, FL 34134  
(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/31/2012

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 05/31/2012                           |  | A                              | 1,000<br>(1)  | A \$ 0 4,018 (2)  | D  |   |
| Common Stock                    |                                      |  |                                |   | 12,576 (2)  | I  | By Trust (3)  |

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)**

Edgar Filing: MARCUS CORP - Form 4

| 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. P Der Sec (Ins          |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |
| Stock Option (Right to Buy) <sup>(4)</sup> | \$ 13.33   | 05/31/2012                           |  | A                              | 500   | 05/31/2012   | 05/31/2022      | Common Stock  | 500                        |
| Stock Option (Right to Buy) <sup>(5)</sup> | \$ 9.5245  |                                      |  |                                |   | 05/29/2003   | 05/29/2013      | Common Stock  | 713                        |
| Stock Option (Right to Buy) <sup>(5)</sup> | \$ 11.2709   |                                      |  |                                |   | 05/27/2004   | 05/27/2014      | Common Stock  | 713                        |
| Stock Option (Right to Buy) <sup>(4)</sup> | \$ 15.6966   |                                      |  |                                |   | 05/26/2005   | 05/26/2015      | Common Stock  | 713                        |
| Stock Option (Right to Buy) <sup>(4)</sup> | \$ 17.73   |                                      |  |                                |   | 05/25/2006   | 05/25/2016      | Common Stock  | 500                        |
| Stock Option (Right to Buy) <sup>(4)</sup> | \$ 23.37   |                                      |  |                                |   | 05/31/2007   | 05/31/2017      | Common Stock  | 500                        |
| Stock Option (Right to Buy) <sup>(4)</sup> | \$ 17.17   |                                      |  |                                |   | 05/29/2008   | 05/29/2018      | Common Stock  | 500                        |
| Stock Option (Right to Buy) <sup>(4)</sup> | \$ 10.78   |                                      |  |                                |   | 05/28/2009   | 05/28/2019      | Common Stock  | 500                        |
|  | \$ 11.14   |                                      |  |                                |   | 05/27/2010   | 05/27/2020      |   | 500                        |

|   |         |                       |                 |     |
|---|---------|-----------------------|-----------------|-----|
| Stock<br>Option<br>(Right to<br>Buy) <sup>(4)</sup> |         |                       | Common<br>Stock |     |
| Stock<br>Option<br>(Right to<br>Buy) <sup>(4)</sup> | \$ 10.5 | 05/26/2011 05/26/2021 | Common<br>Stock | 500 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| HOEKSEMA TIMOTHY E<br>27421 HIDDEN RIVER COURT<br>BONITA SPRINGS, FL 34134 | X             |           |         |       |

## Signatures

|   |            |
|---|------------|
| /s/ Steven R. Barth, Attorney-in-Fact for Timothy E.<br>Hoeksema  | 06/04/2012 |
| <div style="border-bottom: 1px solid black; width: 200px; margin: 0 auto;"></div> **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 May 31, 2012 vests and becomes exercisable as follows: 50% after 3rd anniversary of the date of the grant and 100% after 5th anniversary of the date of the grant or upon death, disability or retirement.
- (2) Shares previously held by the reporting person directly were transferred into the Timothy and Janis Hoeksema Revocable Trust U/A Dated 01/04/2010, in a transaction exempt from Section 16 reporting pursuant to Rule 16a-13.
- (3) By the Timothy and Janis Hoeksema Revocable Trust U/A Dated 01/04/2010.
- (4) Granted pursuant to The Marcus Corporation 2004 Equity Incentive Plan.
- (5) Granted pursuant to The Marcus Corporation 1994 Nonemployee Director Stock Option Plan.

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.