GERSHOWI	TZ DIANE M											
Form 4												
May 23, 2012	2											
FORM	4										PPROVAL	
	UNITE) STATES				ND EXC D.C. 205		NGE (COMMISSION	OMB Number:	3235-0287	
Check this if no long	or									Expires:	January 31, 2005	
subject to Section 16. Form 4 or						BENEFI ITIES		LOW	NERSHIP OF	Estimated burden hor response	average urs per	
Form 5 obligation may conti <i>See</i> Instru 1(b).	nue. Section 17	7(a) of the		ility H	Iold	ing Com	pany	Act c	ge Act of 1934, of 1935 or Sectio 40	on		
(Print or Type R	esponses)											
1. Name and Address of Reporting Person [*] GERSHOWITZ DIANE M MARCU						Ticker or ' [MCS]	Fradin	g	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earlies	st Tra	insaction			(encer un applicable)			
(Month/ITHE MARCUS05/21/2CORPORATION, 100 E.05/21/2WISCONSIN AVE., SUITE 190005/21/2				-					X Director Officer (give below)	e title Oth below)	% Owner her (specify	
	(Street)		4. If Amer	ndment	, Dat	e Original			6. Individual or J	oint/Group Fili	ng(Check	
			Filed(Mon	th/Day/`	Year)				Applicable Line) _X_ Form filed by			
MILWAUK	EE, WI 53202								Person	More than One R	eporting	
(City)	(State)	(Zip)	Table	e I - No	on-De	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			(A)					5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
				Code	v	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	05/21/2012			С		6,054	А	\$0	10,498	D		
Common Stock	05/21/2012			G	V	6,054	D	\$0	4,444	D		
Common Stock									350	I	By DG-LDJ Holdings, LLC	

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.

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. Transactic Code (Instr. 8)	onof De Secu Acqu (A) c Disp (D)	urities uired or posed of tr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(1)	05/21/2012		C		6,054	(2)	<u>(3)</u>	Common Stock	6,054
Class B Common Stock	<u>(1)</u>						(2)	<u>(3)</u>	Common Stock	2,832,14
Class B Common Stock	(1)						(2)	(3)	Common Stock	196,259
Class B Common Stock	<u>(1)</u>						(2)	(3)	Common Stock	50,845
Stock Option (Right to Buy) <u>(6)</u>	\$ 9.5245						05/29/2003	05/29/2013	Common Stock	713
Stock Option (Right to Buy) <u>(6)</u>	\$ 11.2709						05/27/2004	05/27/2014	Common Stock	713
Stock Option (Right to Buy) (7)	\$ 15.6966						05/26/2005	05/26/2015	Common Stock	713
Stock Option (Right to	\$ 17.73						05/25/2006	05/25/2016	Common Stock	500

Buy) (7)					
Stock Option (Right to Buy) (7)	\$ 23.37	05/31/2007	05/31/2017	Common Stock	500
Stock Option (Right to Buy) (7)	\$ 17.17	05/29/2008	05/29/2018	Common Stock	500
Stock Option (Right to Buy) (7)	\$ 10.78	05/28/2009	05/28/2019	Common Stock	500
Stock Option (Right to Buy) (7)	\$ 11.14	05/27/2010	05/27/2020	Common Stock	500
Stock Option (Right to Buy) (7)	\$ 10.5	05/26/2011	05/26/2021	Common Stock	500

Reporting Owners

Reporting Owner Name / Address						
	Director	10% Owner	Officer	Other		
GERSHOWITZ DIANE M THE MARCUS CORPORATION 100 E. WISCONSIN AVE., SUITE 1900 MILWAUKEE, WI 53202	Х					
Signatures						
/s/ Steven R. Barth, Attorney-in-Fact for D Gershowitz	05/23/2012					
<u>**</u> Signature of Reporting Person			Ι	Date		
Explanation of Respons	es:					

- * 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) This security is convertible into common stock on a 1-for-1 basis at no cost.
- (2) This security is immediately exercisable.
- (3) No expiration date.
- (4) As trustee for brother's children.
- (5) By the Ben and Celia Marcus 1992 Revocable Trust F/B/O Diane M. Gershowitz.

- (6) Granted pursuant to The Marcus Corporation 1994 Nonemployee Director Stock Option Plan.
- (7) Granted pursuant to The Marcus Corporation 2004 Equity Incentive 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.