Edgar Filing: KATZ KAREN - Form 4

KATZ KAR										
August 12, 2 FORN	14 UNITED S	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 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 20(b) of the Investment Company Act of 1040							PROVAL 3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	6. r Filed purs inue. Section 17(a								January 31, 2005 werage rs per 0.5	
(Print or Type F	Responses)									
٦			2. Issuer Name and Ticker or Trading Symbol NEIMAN MARCUS GROUP INC [NMGA]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(First) (M AN MARCUS GI MAIN STREET	(Mo	eate of Earliest Tr onth/Day/Year) 12/2005	ransaction			Director X Officer (give below) Pres.&COO,		Owner er (specify s Stores	
	(Street) 4. If Ame Filed(Mor			ate Original	l		6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
DALLAS, 7							Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Table I - Non-E	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ansaction Date 2A. Deemed hth/Day/Year) Execution Date, if any (Month/Day/Year)		4. Securit on(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock, Class A (1)	08/12/2005	08/12/2005	Code V A	Amount 36	(D) A	Price \$ 98.65	(Instr. 3 and 4) 168 (2)	D		

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

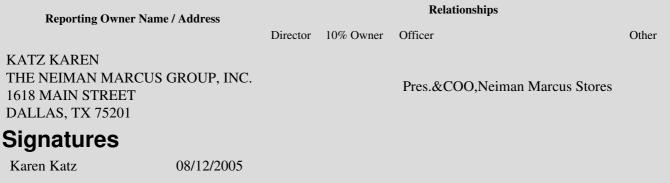
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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners



<u>**</u>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).

The Class A Common Stock reported herein represents shares issuable in the future in respect of restricted stock units and matching restricted stock units acquired in transactions exempt from Section 16(b) under Rule 16b-3 pursuant to The Neiman Marcus Group, Inc.

- (1) 1997 Incentive Plan, which includes tax withholding rights. These restricted stock and matching restricted stock units are dividend equivalant units credited to the reporting person in respect of a cash dividend paid on the Class A Common Stock, and have been credited pursuant to the terms of the restricted stock and matching restricted stock units granted to the reporting person on October 29, 2004.
- (2) Total number of dividend equivalent units.

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.