

Edgar Filing: GERSHOWITZ DIANE M - Form 4

GERSHOWITZ DIANE M  
Form 4  
March 21, 2003

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OMB APPROVAL  
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OMB Number 3235-0287  
Expires: January 31, 2005  
Estimated average burden  
hours per response ..... 0.5  
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5  
obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person\*

GERSHOWITZ, DIANE MARCUS

(Last) (First) (Middle)

c/o THE MARCUS CORPORATION  
250 EAST WISCONSIN AVENUE

(Street)

MILWAUKEE, WI 53202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

THE MARCUS CORPORATION (NYSE: MCS)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Day/Year

March 19, 2003

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

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

7. 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.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction<br>Date<br>(Month/<br>Day/<br>Year) | 2A.<br>Deemed<br>Execution<br>Date, if<br>any<br>(Month/<br>Day/<br>Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |       |
|---------------------------------------|-------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|-------|
|                                       |                                                       |                                                                           |                                         | Amount                                                                     | Price |

Common Stock

|              |         |  |   |       |         |
|--------------|---------|--|---|-------|---------|
| Common Stock | 3/19/03 |  | S | 400   | \$15.00 |
| Common Stock | 3/20/03 |  | S | 3,000 | \$15.00 |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the Reporting Person.  
 \* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Persons who respond to the collection of information contained in this form are not required to provide the information unless the form displays a currently valid OMB control number.

FORM 4 (continued)

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

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| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A.<br>Deemed<br>Execu-<br>tion<br>Date,<br>if any<br>(Month/<br>Day/<br>Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8)<br>-----<br>Code V | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Exer-<br>cisable<br>Date | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares<br>-----<br>Title |
|--------------------------------------------------------|-------------------------------------------------------------------------------------------------|------------------------------------------------------------|--------------------------------------------------------------------------------|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|
| Class B<br>Common Stock                                | 1 for 1                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | Immed                                                                                                                             | *                                                                                                                                              |
| Class B<br>Common Stock                                | 1 for 1                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | Immed                                                                                                                             | *                                                                                                                                              |
| Class B<br>Common Stock                                | 1 for 1                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | Immed                                                                                                                             | *                                                                                                                                              |
| Class B<br>Common Stock                                | 1 for 1                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | Immed                                                                                                                             | *                                                                                                                                              |
| Class B<br>Common Stock                                | 1 for 1                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | Immed                                                                                                                             | *                                                                                                                                              |
| Class B<br>Common Stock                                | 1 for 1                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | Immed                                                                                                                             | *                                                                                                                                              |
| Class B<br>Common Stock                                | 1 for 1                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | Immed                                                                                                                             | *                                                                                                                                              |
| Stock<br>Option (6)                                    | \$12.11                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | 9/29/94 9/29/04                                                                                                                   | *                                                                                                                                              |
| Stock<br>Option (6)                                    | \$12.78                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | 5/25/95 5/25/05                                                                                                                   | *                                                                                                                                              |
| Stock<br>Option (6)                                    | \$17.17                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | 5/30/96 5/30/06                                                                                                                   | *                                                                                                                                              |
| Stock<br>Option (6)                                    | \$16.33                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | 5/29/97 5/29/07                                                                                                                   | *                                                                                                                                              |
| Stock<br>Option (6)                                    | \$18.125                                                                                        |                                                            |                                                                                |                                                                    |                                                                                                                                    | 5/28/98 5/28/08                                                                                                                   | *                                                                                                                                              |
| Stock<br>Option (6)                                    | \$12.75                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | 5/27/99 5/27/09                                                                                                                   | *                                                                                                                                              |
| Stock<br>Option (6)                                    | \$11.00                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | 5/25/00 5/25/10                                                                                                                   | *                                                                                                                                              |
| Stock<br>Option (6)                                    | \$14.30                                                                                         |                                                            |                                                                                |                                                                    |                                                                                                                                    | 5/31/01 5/31/11                                                                                                                   | *                                                                                                                                              |

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|            |         |         |         |   |
|------------|---------|---------|---------|---|
| Stock      |         |         |         |   |
| Option (6) | \$14.13 | 5/30/02 | 5/30/12 | * |

Explanation of Responses:

- \* Common Stock
- (1) Shares held by DG-LDJ Holdings, L.L.C.
- (2) As co-trustee with sister-in-law for brother's children.
- (3) As trustee for brother's children.
- (4) As co-trustee with brother of the shares held by the Ben Marcus and Celia Marcus 1992 Revoc
- (5) As co-trustee with brother of the shares held by the Ben Marcus Life Trust.
- (6) Granted pursuant to The Marcus Corporation 1994 Nonemployee Director Stock Option Plan.
- (7) The Form 4 executed December 27, 2002 inadvertently reported the amount of securities benefi  
than 29,000.

DIANE MARCUS GE

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

/s/ Ralph J. Gu

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

\*\* Signature of  
By Ralph J. Gun

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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