NEIS DOUGLAS A Form 4 July 14, 2011

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

CFO and Treasurer

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **NEIS DOUGLAS A** Issuer Symbol MARCUS CORP [MCS] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify THE MARCUS 07/14/2011 below)

CORPORATION, 100 E.
WISCONSIN AVE., SUITE 1900

(Street)

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person

__ Form filed by More than One Reporting

MILWAUKEE, WI 53202

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 5. Amount of 2. Transaction Date 2A. Deemed 3. 4. Securities 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned (Instr. 4) (Instr. 4) Following Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 07/14/2011 1.900 \$0 A 39,063 D (1) Stock Common By 401(k) 5,155 (2) I Plan Stock

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

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SEC 1474

(9-02)

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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. Transacti Code (Instr. 8)	5. orNumber 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) (granted 7/11/02)	\$ 10.9062					(3)	07/11/2012	Common Stock	14,258
Stock Option (right to buy) (granted 9/8/03)	\$ 10.2469					(3)	09/08/2013	Common Stock	10,693
Stock Option (right to buy) (granted 8/18/04)	\$ 12.7298					(3)	08/18/2014	Common Stock	10,693
Stock Option (right to buy) (granted 10/6/05)	\$ 14.0694					<u>(3)</u>	10/06/2015	Common Stock	14,258
Stock Option (right to buy) (granted 7/31/06)	\$ 19.74					(3)	07/31/2016	Common Stock	15,000
Stock Option	\$ 20.4					(3)	08/02/2017	Common Stock	15,000

8. Price Deriva Securit (Instr.

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(right to buy) (granted 8/2/07)					
Stock Option (right to buy) (granted 7/29/08)	\$ 15.59	(3)	07/29/2018	Common Stock	20,000
Stock Option (right to buy) (granted 7/28/09)	\$ 13.34	(3)	07/28/2019	Common Stock	20,000
Stock Option (right to buy) (granted 7/27/10)	\$ 11.89	(3)	07/27/2020	Common Stock	22,500

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

NEIS DOUGLAS A THE MARCUS CORPORATION 100 E. WISCONSIN AVE., SUITE 1900 MILWAUKEE, WI 53202

CFO and Treasurer

Signatures

/s/ Steven R. Barth,
Attorney-in-Fact
07/14/2011

**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 July 14, 2011 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) Balance reflects the most current data available with regard to the reporting person's holdings in the 401(k) Plan.
- (3) 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.

Reporting Owners 3

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