OLSON BRUCE J

Form 4

December 01, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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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 * **OLSON BRUCE J**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First)

(Middle)

MARCUS CORP [MCS] 3. Date of Earliest Transaction

(Check all applicable)

C/O THE MARCUS

(Street)

CORPORATION, 100 EAST WISCONSIN AVENUE, SUITE 1900

(Month/Day/Year) 11/29/2005

_X__ Director X_ Officer (give title below)

10% Owner Other (specify

Senior Vice President

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

MILWAUKEE, WI 532024125

(City)	(State)	(Zip) 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. Securit or Dispos (Instr. 3, 4	ed of (`	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	11/29/2005		M	7,500	A	\$ 16.75	116,827	D		
Common Stock	11/29/2005		M	7,500	A	\$ 16.5	124,327	D		
Common Stock	11/29/2005		M	7,500	A	\$ 16.9375	131,827	D		
Common Stock	11/29/2005		M	10,000	A	\$ 12.3125	141,827	D		
	11/29/2005		M	50,000	A		191,827	D		

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Common Stock					\$ 11.4375			
Common Stock	11/29/2005	M	40,000	A	\$ 14.05	231,827	D	
Common Stock	11/29/2005	M	12,000	A	\$ 15.55	243,827	D	
Common Stock	11/29/2005	M	4,000	A	\$ 14.61	247,827	D	
Common Stock	11/29/2005	F	76,516	D	\$ 24.55	171,311	D	
Common Stock						4,288 <u>(1)</u>	I	By 401(k) Plan
Common Stock						5,770	I	By son
Common Stock						5,308	I	By wife as custodian for daughter

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

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SEC 1474

(9-02)

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)	Secu Secu Acqu or Di (D)	rities nired (A) isposed of r. 3, 4,	Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Employee Stock Option (granted 6/26/96)	\$ 16.75	11/29/2005		M		7,500	(2)	06/26/2006	Common Stock	7,500
Employee Stock	\$ 16.5	11/29/2005		M		7,500	(2)	06/26/2007	Common Stock	7,500

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Option (granted 6/26/97)								
Employee Stock Option (granted 6/25/98)	\$ 16.9375	11/29/2005	М	7,500	(2)	06/25/2008	Common Stock	7,500
Employee Stock Option (granted 6/30/99)	\$ 12.3125	11/29/2005	М	10,000	(2)	06/30/2009	Common Stock	10,000
Employee Stock Option (granted 6/28/00)	\$ 11.4375	11/29/2005	М	50,000	(2)	06/28/2010	Common Stock	50,000
Employee Stock Option (granted 7/12/01)	\$ 14.05	11/29/2005	М	40,000	(2)	07/12/2011	Common Stock	40,000
Employee Stock Option (granted 7/11/02)	\$ 15.55	11/29/2005	М	12,000	(2)	07/11/2012	Common Stock	12,000
Employee Stock Option (granted 9/8/03)	\$ 14.61	11/29/2005	М	4,000	(2)	09/08/2013	Common Stock	4,000
Employee Stock Option (granted 8/18/04)	\$ 18.15				(2)	08/18/2014	Common Stock	10,000
Employee Stock Option (granted 10/06/2005)	\$ 20.06				(3)	10/06/2015	Common Stock	10,000

X

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

OLSON BRUCE J

C/O THE MARCUS CORPORATION 100 EAST WISCONSIN AVENUE, SUITE 1900

Senior Vice President

MILWAUKEE, WI 532024125

Signatures

By: Steven R. Barth, Attorney-In-Fact

12/01/2005

**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) Balance reflects the most current data available with regard to the reporting person's holdings in the 401(k) Plan.
- (2) 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.
- (3) The options vest and become exercisable as follows: 20% after 1st anniversary of the date of grant, 40% after 2nd anniversary; 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. 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.

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