

MCKEITHAN DANIEL F JR

Form 4

October 18, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCKEITHAN DANIEL F JR

(Last) (First) (Middle)

TAMARACK PETROLEUM, 777 E.
WISCONSIN AVE., SUITE 1920

(Street)

MILWAUKEE, WI 53202-5367

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
MARCUS CORP [MCS]

3. Date of Earliest Transaction
(Month/Day/Year)
10/17/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. 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. 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
Common Stock	10/17/2012		A	753 A	\$ 0 (1) 5,704 (2)	D	
Common Stock					15,175 (2)	I	As Trustee (3)

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

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information contained in this form are not
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SEC 1474
(9-02)

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secur (Instr.
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy) <u>(4)</u>	\$ 9.5245					05/29/2003	05/29/2013	Common Stock	713	
Stock Option (Right to Buy) <u>(4)</u>	\$ 11.2709					05/27/2004	05/27/2014	Common Stock	713	
Stock Option (Right to Buy) <u>(5)</u>	\$ 15.6966					05/26/2005	05/26/2015	Common Stock	713	
Stock Option (Right to Buy) <u>(5)</u>	\$ 17.73					05/25/2006	05/25/2016	Common Stock	500	
Stock Option (Right to Buy) <u>(5)</u>	\$ 23.37					05/31/2007	05/31/2017	Common Stock	500	
Stock Option (Right to Buy) <u>(5)</u>	\$ 17.17					05/29/2008	05/29/2018	Common Stock	500	
Stock Option (Right to Buy) <u>(5)</u>	\$ 10.78					05/28/2009	05/28/2019	Common Stock	500	
Stock Option	\$ 11.14					05/27/2010	05/27/2020	Common Stock	500	

(Right to
Buy) ⁽⁵⁾Stock
Option
(Right to
Buy) ⁽⁵⁾

\$ 10.5

05/26/2011 05/26/2021

Common
Stock

500

Stock
Option
(Right to
Buy) ⁽⁵⁾

\$ 13.33

05/31/2012 05/31/2022

Common
Stock

500

Reporting Owners

Reporting Owner Name / Address**Relationships**

Director 10% Owner Officer Other

MCKEITHAN DANIEL F JR
TAMARACK PETROLEUM
777 E. WISCONSIN AVE., SUITE 1920
MILWAUKEE, WI 53202-5367

X

Signatures

/s/ Steven R. Barth, Attorney-in-Fact for Daniel F.
McKeithan, Jr.

10/18/2012

^{**}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) Grant by Issuer in consideration of service as a director.

(2) Shares previously held by the reporting person directly were transferred into the DFM, Jr. Revocable Trust U/A Dated 12/20/2005 in a transaction exempt from Section 16 reporting pursuant to Rule 16a-13.

(3) As Trustee of the DFM, Jr. Revocable Trust U/A Dated 12/20/2005.

(4) Granted pursuant to The Marcus Corporation 1994 Nonemployee Director Stock Option Plan.

(5) 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.

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