

MARCUS CORP  
Form 4  
May 24, 2016

**FORM 4**

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

OMB APPROVAL

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**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

(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)  
05/23/2016

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					13,155	D	
Common Stock	05/23/2016		M	500 A \$ 17.73	17,101	I	As Trustee (1)

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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**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. P Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 17.73	05/23/2016		M	500	05/25/2006 05/25/2016	Common Stock	500	
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 23.37					05/31/2007 05/31/2017	Common Stock	500	
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 17.17					05/29/2008 05/29/2018	Common Stock	500	
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 10.78					05/28/2009 05/28/2019	Common Stock	500	
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 11.14					05/27/2010 05/27/2020	Common Stock	500	
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 10.5					05/26/2011 05/26/2021	Common Stock	500	
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 13.33					05/31/2012 05/31/2022	Common Stock	500	
Stock Option (Right to	\$ 13.45					05/30/2013 05/30/2023	Common Stock	1,000	

Buy) <sup>(2)</sup>					
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 16.84	05/29/2014	05/29/2024	Common Stock	1,000
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 19.65	05/28/2015	05/28/2025	Common Stock	1,000
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 18.97	12/31/2015	12/31/2025	Common Stock	583

## 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. 05/24/2016

<sup>\*\*</sup>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) As Trustee of the DFM, Jr. Revocable Trust U/A Dated 12/20/2005.
- (2) Granted pursuant to The Marcus Corporation 2004 Equity and Incentive Awards Plan.

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.