

NEIMAN MARCUS GROUP INC
Form 5
August 21, 2002

FORM 5

UNITED STATES SECURITIES AND
EXCHANGE
COMMISSION

☐ Check this box if no
longer
subject to Section 16.
Form 4

Washington, D.C. 20549

**STATEMENT OF CHANGES IN
BENEFICIAL OWNERSHIP**

or Form 5 obligations may
continue. See Instruction

1(b). Filed pursuant to Section 16(a) of the Securities Exchange
Act of 1934,
☐ Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act
Reported of 1935
☐ Form 4 Transactions or Section 30(f) of the Investment Company Act of 1940
Reported

(Print or Type Response)

OMB APPROVAL

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1. Name and Address of Reporting Person* Stern Paula (Last) (First) (Middle) c/o The Neiman Marcus Group, Inc. 1618 Main Street	2. Issuer Name and Ticker or Trading Symbol The Neiman Marcus Group, Inc. (NMG.A and NMG.B) 3. IRS or Social Security Number of Reporting Persons (Voluntary)	6. Relationship of Reporting Person(s) to Issuer (check all applicable) ☒ Director ☐ 10% Owner ☐ Officer ☐ Other (specify below)
(Street) Dallas Texas 75201	4. Statement for Month/Year August 2002	7. Individual or Joint/Group Reporting (Check Applicable) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person
(City) (State) (Zip)	5. If Amendment, Date of Original (Month/Year)	

1. Title of Security (Instr. 3)	2. Transaction Date (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 at the End of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code V	Amount (A) or (D) Price			

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				4)		
C l a s s B C o m m o n Stock				150	I	by Trust

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

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

**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)	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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (i) (Instr. 4)
Phantom Stock Units(1)	n/a	10/31/01	A	532.384	(1)	Class A Common Stock 532.384(2)	\$27.236		D
Phantom Stock Units(1)	n/a	01/31/02	A	369.898	(1)	Class A Common Stock 369.898(2)	\$34.469		D
Phantom Stock Units(1)	n/a	04/30/02	A	346.496	(1)	Class A Common Stock 346.496(2)	\$36.797		D
Phantom Stock Units(1)	n/a	08/03/02	A	461.722	(1)	Class A Common Stock 461.722(2)	\$27.614	2,090.615	D

Explanation of Responses:

(1) Pursuant to The Neiman Marcus Group, Inc. Deferred Compensation Plan for Non-Employee Directors, non-employee directors of The Neiman Marcus Group, Inc. (the "Company") receive shares of Class A common stock equivalents as part of their directors' compensation ("Mandatory Deferred Units"), and are permitted to elect to receive shares of common stock equivalents in lieu of their cash compensation ("Elective Deferred Units"). The number and "price" of such units are determined quarterly and are calculated by dividing the amount of fees in each fiscal quarter by the average of the market price of the Company's Class A common stock during the last five trading days of such fiscal quarter. Settlement of these units is in cash.

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(2) Includes both Elective Deferred Units and Mandatory Deferred Units.

** Intentional misstatements or omission of facts constitute Federal Criminal Violations. See 18 U.S. 1001 and 15 U.S.C. 78ff(a).

Paula Stern

Aug.

19, 2002

**Signature of Reporting

Note: File three copies of this Form, one of which must be manually signed.

If space provided is insufficient, *see* Instruction 6 for procedures. 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.