

SAMPSON GERALD A
 Form 4
 November 05, 2002

FORM 4

UNITED STATES SECURITIES AND
 EXCHANGE COMMISSION
 Washington, DC 20549

STATEMENT OF CHANGES IN
 BENEFICIAL OWNERSHIP

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

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

(Print or Type Responses)

| | | | | | | | | | |
|--|---------|----------|--|-----------------------------------|---------------------------------|--|---|---|---------------------------------------|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | | 6. Relationship of Reporting to Issuer (Check all applicable) | | | |
| SAMPSON GERALD A. | | | The Neiman Marcus Group, Inc. (NMG.A) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Office Other (specify title below) President and COO, Neiman Marcus Stores | | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) | | 4. Statement for Month/Day/Year | | 7. Individual or Joint/Group (Check Applicable Line) | | |
| | | | | | November 3, 2002 | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |
| (Street) | | | 5. If Amendment, Date of Original (Month/Day/Year) | | | | | | |
| Dallas Texas 75201 | | | | | | | | | |
| (City) (State) (Zip) | | | Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | |
| 1. Title of Security (Instr. 3) | | | 2. Transaction Date | 2A. Deemed Execution Date, if any | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Date of Acquisition or Disposition |

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| | (Month/ Day/ Year) | (Month/ Day/ Year) | Code V | Amount | (A) or (D) | Price | Followed Reported Transaction(s) (Instr. 4) (Instr. 3 and 4) | Indirect (Instr. 4) |
|--|--------------------------|--------------------------|--------|--------|------------------|---------|---|------------------------|
| Common Stock, Class A | 11/03/02 | 11/03/02 | F(1) | 829 | D | \$30.00 | 73,847 | D |
| Common Stock, Class A (11/99 Restricted) | | | | | | | 4,000 | D |
| Common Stock, Class A (9/97 PARS) | | | | | | | 3,800 | D |
| Common Stock, Class A (9/98 PARS) | | | | | | | 4,800 | D |
| Common Stock, Class A (10/99 PARS) | | | | | | | 1,900 | D |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |

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).

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(Over)
SEC 1474
(9-02)

| FORM 4 (continued) | 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 | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or | 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. | 9. | |
| | | | | | | | | | | |

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| | | | (Month/ Day/ Year) | Dis-posed of (D) (Instr. 3, 4 and 5) | | | | Date Exer-cisable | Expira-tion Date | Title | Amount or Number of Shares | 5) |
|---|--|--|--------------------------|---|---|-----|-----|-------------------|------------------|-------|----------------------------|----|
| | | | | Code | V | (A) | (D) | | | | | |
|) | | | | | | | | | | | | |
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Explanation of Responses:

(1) Shares withheld pursuant to exercise of tax withholding right under The Neiman Marcus Group, Inc. 1997 Incentive Plan in transaction exempt under Rule 16b-3.

/s/ Gerald A. Sampson

November 5, 2002

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See

**Signature of Reporting Person

Date

18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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