

HAASE BRONSON J
Form 4
December 02, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
HAASE BRONSON J

(Last) (First) (Middle)
6948 N. WILDWOOD POINT RD.
(Street)

HARTLAND, WI 53029

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
11/28/2008

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)
Common Stock	11/28/2008		M	V Amount (A) or (D) Price 1,426 A \$ 9.6876	5,809 ⁽¹⁾	D	

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)

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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.	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) ⁽²⁾	\$ 9.6876	11/28/2008		M		1,426		12/17/1998	12/17/2008	Common Stock	1,426
Stock Option (Right to Buy) ⁽²⁾	\$ 8.9424							05/27/1999	05/27/2009	Common Stock	713
Stock Option (Right to Buy) ⁽²⁾	\$ 7.715							05/25/2000	05/25/2010	Common Stock	713
Stock Option (Right to Buy) ⁽²⁾	\$ 10.0295							05/31/2001	05/31/2011	Common Stock	713
Stock Option (Right to Buy) ⁽²⁾	\$ 9.2159							05/30/2002	05/30/2012	Common Stock	713
Stock Option (Right to Buy) ⁽²⁾	\$ 9.5245							05/29/2003	05/29/2013	Common Stock	713
Stock Option (Right to Buy) ⁽²⁾	\$ 11.2709							05/27/2004	05/27/2014	Common Stock	713
Stock Option (Right to Buy) ⁽³⁾	\$ 15.6966							05/26/2005	05/26/2015	Common Stock	713
Stock Option	\$ 17.73							05/25/2006	05/25/2016	Common Stock	500

(Right to Buy) ⁽³⁾

Stock Option (Right to Buy) ⁽³⁾	\$ 23.37	05/31/2007	05/31/2017	Common Stock	500
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Stock Option (Right to Buy) ⁽³⁾	\$ 17.17	05/29/2008	05/29/2018	Common Stock	500
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAASE BRONSON J 6948 N. WILDWOOD POINT RD. HARTLAND, WI 53029	X			

Signatures

/s/ Steven R. Barth,
Attorney-in-Fact

12/02/2008

 **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) Includes 112 shares of Common Stock acquired through automatic reinvestment of dividends under the Marcus Corporation Dividend Reinstatement and Associate Stock Purchase Plan as of November 28, 2008.
- (2) Granted pursuant to The Marcus Corporation 1994 Nonemployee Director Stock Option Plan.
- (3) 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. 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.