

MCKEITHAN DANIEL F JR  
 Form 4  
 May 31, 2005

**FORM 4**

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

OMB APPROVAL

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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).

**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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/26/2005

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

C/O TAMARACK  
 PETROLEUM, 777 EAST  
 WISCONSIN AVENUE, SUITE  
 1920

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

MILWAUKEE, WI 532025367

(City) (State) (Zip)

**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				(A) or (D) Price	7,977	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. P Der Sec (Ins
				Code	V	(A)	(D)	Title	Amount or Number of Shares
Stock Option (Right to Buy) <sup>(1)</sup>	\$ 22.38	05/26/2005		A		500		05/26/2005 05/26/2015	Common Stock 500
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 17.17							05/30/1996 05/30/2006	Common Stock 750
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 16.33							05/29/1997 05/29/2007	Common Stock 750
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 18.125							05/28/1998 05/28/2008	Common Stock 500
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 12.75							05/27/1999 05/27/2009	Common Stock 500
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 11							05/25/2000 05/25/2010	Common Stock 500
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 14.3							05/31/2001 05/31/2011	Common Stock 500
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 13.14							05/30/2002 05/30/2012	Common Stock 500
	\$ 13.58							05/29/2003 05/29/2013	500

Stock Option (Right to Buy) <sup>(2)</sup>					Common Stock	
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 16.07		05/27/2004	05/27/2014	Common Stock	500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCKEITHAN DANIEL F JR C/O TAMARACK PETROLEUM 777 EAST WISCONSIN AVENUE, SUITE 1920 MILWAUKEE, WI 532025367	X			

## Signatures

By: Jennifer L. Boatwright,  
Attorney-In-Fact

05/31/2005

                    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) Granted pursuant to The Marcus Corporation 2004 Equity Incentive Plan.
- (2) Granted pursuant to The Marcus Corporation 1994 Nonemployee Director Stock Option 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.