

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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>GERSHOWITZ DIANE M</b> _____ (Last) (First) (Middle) <b>THE MARCUS CORPORATION</b> <b>100 E. WISCONSIN AVE., SUITE 1900</b> _____ (Street) <b>MILWAUKEE WI 53202</b> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>MARCUS CORP [ MCS ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>12/27/2018</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/27/2018		A <sup>(1)</sup>		1,500	A	\$0	7,955	D	
Common Stock								350	I	By DG-LDJ Holdings, LLC

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy) <sup>(2)</sup>	\$38.51	12/27/2018		A		1,000		12/27/2018	12/27/2028	Common Stock	1,000	\$0	1,000	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$10.78							05/28/2009	05/28/2019	Common Stock	500		500	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$11.14							05/27/2010	05/27/2020	Common Stock	500		500	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$10.5							05/26/2011	05/26/2021	Common Stock	500		500	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$13.33							05/31/2012	05/31/2022	Common Stock	500		500	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy) <sup>(2)</sup>	\$13.45							05/30/2013	05/30/2023	Common Stock	1,000		1,000	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$16.84							05/29/2014	05/29/2024	Common Stock	1,000		1,000	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$19.65							05/28/2015	05/28/2025	Common Stock	1,000		1,000	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$18.97							12/31/2015	12/31/2025	Common Stock	583		583	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$31.55							12/29/2016	12/29/2026	Common Stock	1,000		1,000	D	
Stock Option (Right to Buy) <sup>(2)</sup>	\$27.2							12/28/2017	12/28/2027	Common Stock	1,000		1,000	D	
Class B Common Stock	(3)							(4)	(5)	Common Stock	131,506		131,506	I	As Trustee <sup>(6)</sup>
Class B Common Stock	(3)							(4)	(5)	Common Stock	28,275		28,275	D	
Class B Common Stock	(3)							(4)	(5)	Common Stock	2,832,148		2,832,148	I	By DG-LDJ Holdings, LLC
Class B Common Stock	(3)							(4)	(5)	Common Stock	50,845		50,845	I	By Trust <sup>(7)</sup>

**Explanation of Responses:**

1. Restricted stock granted December 27, 2018 vests and becomes exercisable as follows: 50% after 2nd anniversary of the date of grant and 100% after 4th anniversary of the date of grant.
2. Granted pursuant to The Marcus Corporation 2004 Equity and Incentive Awards Plan.
3. This security is convertible into common stock on a 1-for-1 basis at no cost.
4. This security is immediately exercisable.
5. No expiration date.
6. As trustee for brother's children.
7. By the Ben and Celia Marcus 1992 Revocable Trust F/B/O Diane M. Gershowitz.

/s/ Steven R. Barth, Attorney-  
in-Fact for Diane M. Gershowitz      12/28/2018

\*\* Signature of Reporting Person      Date

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).

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

**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 Number.**