#### BERYLSON AMY SMITH

Form 4

December 02, 2004 EODM 4

FURIN	UNITED S	STATES SI				NGE C	COMMISSION	CIVID	3235-0287	
Check the if no long subject to Section 2. Form 4 of Form 5 obligation may con See Instruction 1(b).	ger o STATEM.  16. or Filed purstinue.	suant to Seca	CHANGES IN SECUR tion 16(a) of the	BENEFICIAL OWNERSHIP OF  Number:  Expires: January 31, 2005 Estimated average						
(Print or Type	Responses)									
1. Name and A	mbol	er Name <b>and</b> Ticker or Trading  AN MARCUS GROUP INC  .B]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
	(First) (N X D. BALK, GOU S, PC, 400 ATLAN	LSTON 12	Date of Earliest Tr Ionth/Day/Year) 2/01/2004	ansaction			below)	title X Othbelow) Schedule 13D		
BOSTON, I	(Street)  MA 02110	. If Amendment, Date Original illed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting				
(City)		(Zip)			a	•.•	Person			
1.Title of Security (Instr. 3)	tle of 2. Transaction Date 2A. Deemed urity (Month/Day/Year) Execution Date, if			4. Securi on(A) or Di (Instr. 3,	ties Adsposed 4 and (A) or	cquired d of (D)	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	
Class B Common Stock	12/01/2004		G	1,050 (1)	D D	\$ 62.83	189,918	D		
Class B Common Stock							266,339	I	see footnotes (2) (3) (4)	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

**OMB APPROVAL** 

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Ti	tle of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
Deriv	vative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	unt of	Derivative	Deriv
Secu	rity	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	Secui
(Inst	r. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	rities	(Instr. 5)	Bene
		Derivative				Securities	3		(Instr	. 3 and 4)		Own
		Security				Acquired						Follo
						(A) or						Repo
						Disposed						Trans
						of (D)						(Instr
						(Instr. 3,						
						4, and 5)						
										Amount		
							Date	Expiration	Title	or Number		
							Exercisable	Date		of		
					Code V	(A) (D)						
					Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

10% Owner Officer Other Director

**BERYLSON AMY SMITH** C/O MARK D. BALK, GOULSTON & STORRS, 400 ATLANTIC AVENUE BOSTON, MA 02110

Member of Schedule 13D

group

# **Signatures**

/s/ Mark D. Balk. Attorney-in-Fact

12/02/2004

\*\*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).

Represents (1) a gift of 350 shares by the reporting person to J-J-E 1988 Trust udt dated November 1, 1988 fbo Jennifer L. Berylson, of which John G. Berylson and Mark D. Balk are trustees; (2) a gift of 350 shares by the reporting person to J-J-E 1988 Trust udt dated

(1) November 1, 1988 fbo James T. Berylson, of which John G. Berylson and Mark D. Balk are trustees; and (3) a gift of 350 shares by the reporting person to J-J-E 1988 Trust udt dated November 1, 1988 fbo Elizabeth S. Berylson, of which John G. Berylson and Mark D. Balk are trustees.

Reflects the shares owned directly or indirectly by the following persons or entities and indirectly by the reporting person: 39,090 shares owned indirectly as a trustee of the Susan F. Smith Grantor Retained Annuity Trust 5 Years udt dated September 1, 1998 fbo Amy Smith Berylson; 96 shares owned directly by John G. Berylson, the husband of the reporting person; 5,376 shares owned indirectly by John G.

Berylson as trustee of the J-J-E 1988 Trust udt dated November 1, 1988 fbo Jennifer L. Berylson; 5,376 shares owned indirectly by John G. Berylson as trustee of the J-J-E 1988 Trust udt dated November 1, 1988 fbo James T. Berylson; 5,376 shares owned indirectly by John G. Berylson as trustee of the J-J-E 1988 Trust udt dated November 1, 1988 fbo Elizabeth S. Berylson;

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18,078 shares owned indirectly by John G. Berylson as trustee of the Amy Smith Berylson 1998 Grantor Retained Annuity Trust fbo
Jennifer L. Berylson; 18,078 shares owned indirectly by John G. Berylson as trustee of the Amy Smith Berylson 1998 Grantor Retained
Annuity Trust fbo Elizabeth S. Berylson; 18,078 shares owned indirectly by John G. Berylson as trustee of the Amy Smith Berylson 1998
Grantor Retained Annuity Trust fbo James T. Berylson; 59,529 shares owned indirectly by John G. Berylson and the reporting person as trustees of the Amy Smith Berylson Grantor Retained Annuity Trust; 48,208 shares owned indirectly by the reporting person as trustee of the Amy Smith Berylson Insurance Trust;

6,685 shares owned directly by Jennifer L. Berylson, the daughter of the reporting person; 6,686 shares owned indirectly by John G. Berylson and Amy Smith Berylson as guardians for James T. Berylson, the son of the reporting person; and 6,686 shares owned indirectly by John G. Berylson and the reporting person as guardians for Elizabeth S. Berylson, the daughter of the reporting person; 28,997 shares owned indirectly as trustee of the Susan F. Smith Grantor Retained Annuity Trust 7 Years udt dated August 10, 1994 fbo Amy Smith Berylson. The reporting person disclaims beneficial ownership of 90,515 of these shares, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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.