HORNER MATINA S

Form 5

FORM 5

August 20, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Check this box if no	Washington, D.C. 20549	OMB APPROVAL
onger subject to Section 16. Form 4 or Form 5 obligations m continue. <i>See</i> Instruction	STATEMENT OF CHANGES IN BY BENEFICIAL OWNERSHIP	OMB No. 3235-0362 Expires: 01/31/2005
(b). [] Form 3 Holdings Reported [] Form 4 Transactions Reported	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(f) of the Investment Company Act of 1940	Estimated average burden hours per response: 1.0
Print or Type Respon	ise)	

i.						
1. Name and Address of			2. Issuer Name and	6. Relationship of Reporting Person(s)		
Reporting Person*			Ticker or Trading Symbol	to Issuer		
				(check all applicable)		
				1000		
L		~	L	X Director10% Owner		
Horner	Matina	S.	The Neiman Marcus	Officer Other		
(Last)	(First)	(Middle)	Group, Inc.	(specify		
olo The Naimen Marous Group Inc.		(NMG.A)	below)			
c/o The Neiman Marcus Group, Inc. 1618 Main Street		oup, mc.	3. IRS or Social Security Number of			
			Reporting Persons			
			(Voluntary)			
(St	reet)		4. Statement for	7. Individual or Joint/Group Reporting		
(50	(1001)			(Check Applicable)		
Dallas	Texas	75201	August 2002	X Form filed by One Reporting		
Danas	TOAUS	73201		Person		
				Form filed by More than One		
				Reporting Person		
(City)	(State)	(Zip)	5. If Amendment, Date of	•		
	. ,		Original			
			(Month/Year)			

1. Title of	2. Trans-	3. Transaction	4. Securities	5. Amount of	6. Ownership	7. Nature of
Security	action	Code	Acquired (A)	Securities	Form:	Indirect
(Instr. 3)	Date	(Instr. 8)	or Disposed of (D)	Beneficially	Direct (D)	Bene-
			(Instr. 3, 4 and 5)	Owned at	or Indirect	ficial
	(Month/			the	(I)	Ownership
	Day/			End of		
	Year)	Code V		Issuer's	(Instr. 4)	(Instr. 4)
			Amount (A) or	Fiscal Year		
			(D) Price	(Instr. 3 and		

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		4)	

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

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

						-			7
	2. Conver-	3. Trans-	4. Transac-		6. Date Exer-	7. Title and Amount	8. Price	9. Num-	10. Owi
of	sion or	action		of Deriv-	cisable and Ex-	of Underlying Sec-			ership
Deriv-	Exercise	Date	(Instr. 8)	ative secur-	piration Date	urities	Deriv-	Deriva-	Form of
ative	Price of	١		ities Acq-		(Instr. 3 and 4)	ative	tive	Deriva-
Sec-	Deriv-	١		quired (A)	(Month/Day/				tive
urity	ative	(Month/		or Disposed	Year)		1 -	ities	Secu-
(Instr. 3)	Security	Day/		of (D)			(Instr.		rity:
	1	Year)		(Instr. 3, 4				-	Direct
	1	١	۱ ۱	and 5)		Amount		Owned	(D) or
	1	١	۱ ۱	Į.	Date Expira-			at End	Indirect
	1	١	۱ ۱		Exer- tion	ber of		of	(i)
			۱ ۱	(A) (D)	siable Date	Title Shares		Year	Instr. 4
							<u></u>	(Instr. 4)	
Phantom	<u> </u>					Class A Common			
Stock	n/a	10/31/01	A	637.948	(1)	Stock 637.948(2)	\$27.236		D
Units(1)	<u> </u>	<u> </u>	<u> </u>						
Phantom						Class A Common			
Stock	n/a	01/31/02	A	398.909	(1)	Stock 398.909(2)	\$34.469		D
Units(1)	1	<u> </u>	! i	<u> </u>					<u> </u>
Phantom				1		Class A Common			
Stock	n/a	04/30/02	A	346.496	(1)	Stock 346.496(2)	\$36.797		D
Units(1)			ļ 		(-/				
Phantom						Class A Common			
Stock	n/a	08/03/02	A	461.722	(1)	Stock 461.722(2)	\$27.614	9,351,580	D
Units(1)	-1/4	23, 33, 32	1 11		(*)	101.722(2)		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	-
(1)					<u> </u>	†	†	 	
	11	·		<u> </u>					<u> </u>

Explanation of Responses:

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

⁽¹⁾ Pursuant to The Neiman Marcus Group, Inc. Deferred Compensation Plan for Non-Employee Directors, non-employee directors of The Neiman Marcus Group, Inc.

⁽the "Company") receive shares of Class A common stock equivalents as part of their directors' compensation ("Mandatory Deferred Units"), and are permitted to

shares of common stock equivalents in lieu of their cash compensation ("Elective Deferred Units"). The number and "price" of such units are determined quarterly and are

calculated by dividing the amount of fees in each fiscal quarter by the average of the market price of the Company's Class A common stock during the last five trading days of

such fiscal quarter. Settlement of these units is in cash.

⁽²⁾ Includes both Elective Deferred Units and Mandatory Deferred Units.

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** Intentional misstatements or omission of facts constitute Federal Criminal Matina S. Horner Aug. Violations. See 18 U.S. 1001 and 15 U.S.C. 15, 2002 **Signature of Reporting Note: File three copies of this Form, one of Person which must be manually signed. If space provided is insufficient, see Instruction 6 for procedures. 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.