OMB APPROVAL

3235-0362

OMB

No.

NEIMAN MARCUS GROUP INC

Form 5

August 20, 2002

[] Check this box if no

subject to Section 16.

UNITED STATES SECURITIES AND

FORM 5

longer

Form 4

EXCHANGE COMMISSION

STATEMENT OF CHANGES IN

Washington, D.C. 20549

or Form 5 obligations my**BENEFICIAL OWNERSHIP**

or Form 5 oblig continue. <i>See</i> I		NEFICL	AL OWNER		Expir	es: 01/31/2	2005		
1(b). Filed pursuant [] Form 3 Holdings Act of 1934, Reported Section 17(a) of 1935		f the Public Uti	of the Securition of the Securition of the Securition of the Security Holding Connect Company A	mpany Act	Estim avera hours	Estimated average burden hours per response: 1.0			
Salmon Walter J.			2. Issuer Na Ticker or Tr Symbol The Neiman	rading	6. Relationship of Reporting Person(s) to Issuer (check all applicable) X Director10% OwnerOfficerOther (specify below)				
c/o The Neiman M 1618 Main S		Inc.	Group, Inc. (NN 3. IRS or Soci Number of Reporting F (Voluntary)	•					
(Street) Dallas		5201	4. Statement for Month/Year August 2002		7. Individual or Joint/Group Reporting (Check Applicable) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip)			5. If Amendment, Date of Original (Month/Year)						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/ Day/ Year)	3. Trans Code (Instr.	action	4. Securities Acquired (A or Dispose (Instr. 3, 4	ed of (D)	5. Amount of Securities Beneficially Owned at the End of Issuer's Fiscal Year (Instr. 3 and	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

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Class A Common Stock		9,942	D	

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)

(e.g., puts,	<u>cans, warran</u>	<u>ts, options, c</u>	<u>convertible sec</u>	<u>curities)</u>	-				
1. Title	2. Conver-	3. Trans-	4. Transac-	5. Number	6. Date Exer-	7. Title and Amount	8. Price	9. Num-	10. Owi
of	sion or	action	Code	of Deriv-	cisable and Ex-	of Underlying Sec-	of	ber of	ership
Deriv-	Exercise	Date	(Instr. 8)	ative secur-	piration Date	urities	Deriv-	Deriva-	Form of
ative	Price of			ities Acq-		(Instr. 3 and 4)	ative	tive	Deriva-
Sec-	Deriv-			quired (A)	(Month/Day/		Secur-	Secur-	tive
urity	ative	(Month/		or Disposed	Year)		ity	ities	Secu-
(Instr. 3)	Security	Day/		of (D)			(Instr.	Bene-	rity:
		Year)		(Instr. 3, 4			5)	ficially	Direct
				and 5)		Amount		Owned	(D) or
					Date Expira-	or Num-		at End	Indirect
					Exer- tion	ber of		of	(i)
				(A) (D)	siable Date	Title Shares		Year	Instr. 4
				<u> </u>				(Instr. 4)	
Phantom						Class A Common			
Stock	n/a	10/31/01	A	183.581	(1)	Stock 183.581(2)	\$27.236		D
Units(1)									
Phantom						Class A Common			
Stock	n/a	01/31/02	A	145.058	(1)	Stock 145.058(2)	\$34.469		D
Units(1)									
Phantom						Class A Common			
Stock	n/a	04/30/02	A	135.881	(1)	Stock 135.881(2)	\$36.797		D
Units(1)									
Phantom						Class A Common			
Stock	n/a	08/03/02	A	181.068	(1)	Stock 181.068(2)	\$27.614	2,997.450	D
Units(1)									

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 elect to receive

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⁾ Represents Mandatory Deferred Units.

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** Intentional misstatements or omission of facts constitute Federal Criminal Walter J. Salmon Aug. Violations. See 18 U.S. 1001 and 15 U.S.C. 16, 2002

78ff(a). **Signature of Reporting

Note: File three copies of this Form, one of Person Date 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.