

SAMPSON GERALD A
Form 4
June 28, 2002

FORM 4

UNITED STATES SECURITIES AND
EXCHANGE
COMMISSION

[] Check this box if no longer subject to Section 16, Form 4 or Form 5 obligations my continue. See Instruction 1(b).

Washington, D.C. 20549

**STATEMENT OF CHANGES IN
BENEFICIAL OWNERSHIP**

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

OMB APPROVAL

OMB

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(Print or Type Response)

<p>1. Name and Address of Reporting Person*</p> <p>Sampson Gerald A. (Last) (First) (Middle)</p> <p>The Neiman Marcus Group, Inc. 1618 Main St.</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>The Neiman Marcus Group, Inc. (NMG.A)</p> <p>3. IRS or Social Security Number of Reporting Persons (Voluntary)</p>	<p>6. Relationship of Reporting Person(s) to Issuer (check all applicable)</p> <p>Director 10% Owner <input checked="" type="checkbox"/> Officer Other (specify below)</p> <p>President and COO, Neiman Marcus Stores</p>
<p>(Street)</p> <p>Dallas Texas 75201</p>	<p>4. Statement for Month/Year</p> <p>June 2002</p>	<p>7. Individual or Joint/Group Filing (Check Applicable)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
<p>(City) (State) (Zip)</p>	<p>5. If Amendment, Date of Original (Month/Year)</p>	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date (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 at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	Amount (A) or Price (D)			

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Common Stock, Class A	6-17-2002	M		7,500	A	\$24.8125		D	
Common Stock, Class A	6-17-2002	M		1,920	A	\$23.125		D	
Common Stock, Class A	6-17-2002	M		26,000	A	\$23.1875	72,676	D	
Common Stock, Class A (11/99 Restricted)							6,000	D	
Common Stock, Class A (9/97 PARS)							3,800	D	
Common Stock, Class A (9/98 PARS)							4,800	D	
Common Stock, Class A (10/99 PARS)							1,900	D	

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).

**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)	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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form (Direct or Indirect) (Instr. 4)
			Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares			
Employee Stock Option(1)	\$24.8125	6-17-2002	M	7,500	(1) 9-17-2008	Common Stock, Class A 7,500	\$24.8125		D
Employee Stock Option (1)	\$23.125	6-17-2002	M	1,920	(1) 10-6-2009	Common Stock Class A 1,920	\$23.125		D
Employee Stock Option (1)	\$23.1875	6-17-2002	M	26,000	(1) 11-3-2009	Common Stock Class A 26,000	\$23.1875	107,480	D

(1) Option granted pursuant to The Neiman Marcus Group, Inc. 1997 Stock Plan that includes tax withholding rights. Options vest at a rate of 20% per year beginning on the first anniversary date of the grant.

directly or indirectly. _____ Gerald A. _____ June 28,
 *If the form is filed by more than one _____ Sampson _____ 2002
 person, see Instruction 4(b)(v). **Signature of Reporting _____ Date

If space is insufficient, *see* Instruction 6 for procedures.