NEIMAN MARCUS GROUP INC
Form 4
October 07, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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(h) of the Investment Company Act of 1940

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
BALK MARK D

(Last) (First) (Middle)

GOULSTON & STORRS, PC, 400 ATLANTIC AVENUE

(Street)

BOSTON, MA 02110

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
NEIMAN MARCUS GROUP INC [NMG.B]

3. Date of Earliest Transaction (Month/Day/Year)
10/06/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) __X__ Other (specify below)
Member of Schedule 13D group

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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			
Class B Common Stock	10/06/2005		U		602,631	D	$ 100	0	I	see footnotes (1) (2) (3) (4) (5)

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

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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 Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BALK MARK D GOULSTON & STORRS, PC 400 ATLANTIC AVENUE BOSTON, MA 02110				Member of Schedule 13D group

Signatures

/s/ Mark D. Balk	10/07/2005
**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).

(1) Reflects the shares disposed of pursuant to the Agreement and Plan of Merger, dated May 1, 2005, among The Neiman Marcus Group, Inc., Newton Acquisition, Inc. and Newton Acquisition Merger Sub, Inc. that are held indirectly by the reporting person as trustee of the following trusts: 18,078 shares owned indirectly as trustee of the Amy Smith Berylson 1998 Grantor Retained Annuity Trust f/b/o Jennifer L. Berylson; 18,078 shares owned indirectly as trustee of the Amy Smith Berylson 1998 Grantor Retained Annuity Trust f/b/o Elizabeth S. Berylson; 18,078 shares owned indirectly as trustee of the Amy Smith Berylson 1998 Grantor Retained Annuity Trust f/b/o James T. Berylson;

(2) 16,069 shares owned indirectly as trustee of the Robert A. Smith 1998 Grantor Retained Annuity Trust f/b/o Jackson A. Smith; 16,070 shares owned indirectly as trustee of the Robert A. Smith 1998 Grantor Retained Annuity Trust f/b/o Madeleine W. Smith; 16,069 shares owned indirectly as trustee of the Robert A. Smith 1998 Grantor Retained Annuity Trust f/b/o Ryan A. Smith; 23,803 shares owned indirectly as trustee of the Debra S. Knez 1998 Grantor Retained Annuity Trust f/b/o Jessica M. Knez; 23,802 shares owned indirectly as trustee of the Debra S. Knez 1998 Grantor Retained Annuity Trust f/b/o Andrew P. Knez; 5,376 shares owned indirectly as trustee of the J-J-E 1988 Trust f/b/o Jennifer L. Berylson; 5,376 shares owned indirectly as trustee of the J-J-E 1988 Trust f/b/o James T. Berylson; 5,376 shares owned indirectly by Mark D. Balk as trustee of the J-J-E 1988 Trust f/b/o Elizabeth S. Berylson;

(3) 6,199 shares owned indirectly as trustee of the Debra and Brian Knez 1988 Childrens Trust f/b/o Jessica M. Knez; 6,199 shares owned indirectly as trustee of the Debra and Brian Knez 1988 Childrens Trust f/b/o Andrew P. Knez; 4,741 shares owned indirectly as trustee of the Robert Smith and Dana Weiss 1994 Childrens Trust f/b/o Madeleine W. Smith; 4,741 shares owned indirectly as trustee of the Robert

Smith and Dana Weiss 1994 Childrens Trust f/b/o Ryan A. Smith; 4,741 shares owned indirectly as trustee of the Robert Smith and Dana Weiss 1994 Childrens Trust f/b/o Jackson A. Smith;

(4) 48,208 shares owned indirectly as trustee of the Amy Smith Berylson 1978 Insurance Trust u/d/t dated September 5, 1978; 48,208 shares owned indirectly as trustee of the Robert Smith Insurance Trust u/d/t dated September 5, 1978; 48,208 shares owned as trustee of the Debra Smith Knez Insurance Trust u/d/t dated September 5, 1978; 71,416 shares owned indirectly as trustee of the Nancy Lurie Marks 1976 Trust f/b/o Cathy Lurie u/d/t dated December 16, 1976; 96,416 shares owned indirectly as trustee of the Nancy Lurie Marks 1976 Trust f/b/o Peter Lurie u/d/t dated December 16, 1976; 28,997 shares owned indirectly as trustee of the Susan F. Smith Grantor Retained Annuity Trust 7 Years u/d/t dated August 10, 1994 f/b/o Amy Smith Berylson;

(5) 28,997 shares owned indirectly as trustee of the Susan F. Smith Grantor Retained Annuity Trust 7 Years u/d/t dated August 10, 1994 f/b/o Robert A. Smith; 28,997 shares owned indirectly as trustee of the Susan F. Smith Grantor Retained Annuity Trust 7 Years u/d/t dated August 10, 1994 f/b/o Debra Smith Knez; 10,388 shares owned indirectly as trustee of the ADR Charitable Foundation and Trust u/d/t dated 11/1/68. The reporting person disclaims beneficial ownership of all 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.
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