

SAMPSON GERALD A
 Form 4
 December 12, 2002

FORM 4

UNITED STATES SECURITIES AND
 EXCHANGE COMMISSION
 Washington, DC 20549

OMB
 APPROVAL
 OMB
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Check this box if
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 Section 16. Form
 4 or
 Form 5
 obligations may
 continue.
 See Instruction
 1(b).

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(h) of the Investment
 Company Act of 1940

(Print or Type Responses)

| | | | | | | |
|---|---------|----------|--|--|---|---|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | 6. Relationship of Reporter to Issuer (Check all applicable) | |
| SAMPSON GERALD A. | | | The Neiman Marcus Group, Inc. (NMG.A) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | |
| | | | | | President and COO, Neiman Marcus Stores | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) | 4. Statement for Month/Day/Year | | 7. Individual or Joint/Gross (Check Applicable Line) |
| c/o The Neiman Marcus Group, Inc. 1618 Main Street | | | | December 10, 2002 | | |
| (Street) | | | Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | 5. If Amendment, Date of Original (Month/Day/Year) | | |
| Dallas Texas 75201 | | | | | | |
| (City) | (State) | (Zip) | | | | |
| 1. Title of Security (Instr. 3) | | | 2. Transaction Date | 2A. Deemed Execution Date, if any | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |
| | | | | | | 5. Amount of Securities Beneficially Owned |
| | | | | | | 6. Ownership Form: <input type="checkbox"/> Jointly Owned <input type="checkbox"/> Solely Owned |

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| | (Month/ Day/ Year) | (Month/ Day/ Year) | Code | V | Amount | (A) or (D) | Price | Following Reported Transaction(s) (Instr. 4) (Instr. 3 and 4) | Indirect (Instr. 4) |
|--|--------------------------|--------------------------|------|---|--------|------------------|---------|--|------------------------|
| Common Stock, Class A | 12-10-2002 | 12-10-2002 | S | | 5,000 | D | \$30.00 | 68,847 | D |
| Common Stock, Class A (11/99 Restricted) | | | | | | | | 4,000 | 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).

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(Over)
SEC 1474
(9-02)

| FORM 4 (continued) | 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 | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or | 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. | 9. |
| | | | | | | | | | |

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.