

NEIMAN MARCUS GROUP INC  
 Form 4/A  
 November 22, 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 may 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 No. 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response: .05

(Print or Type Response)

|  |   |  |
|--|---|--|
| <p>1. Name and Address of Reporting Person*</p> <p><b>Bangs Nelson A.</b><br/>                 (Last) (First) (Middle)</p> <p>The Neiman Marcus Group, Inc.<br/>                 1618 Main St.</p> | <p>2. Issuer Name and Ticker or Trading Symbol</p> <p>The Neiman Marcus Group, Inc.<br/>                 (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%</p> <p>Owner</p> <p><input checked="" type="checkbox"/> Officer Other</p> <p>(specify below)</p> <p>Senior Vice President and General Counsel</p> |
| <p>(Street)</p> <p>Dallas Texas 75201</p>  | <p>4. Statement for Month/Day/Year</p> <p>September 20, 2002</p>  | <p>7. Individual or Joint/Group Filing (Check Applicable)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>  |
| <p>(City) (State) (Zip)</p>  | <p>5. If Amendment, Date of Original (Month/Day/Year)</p> <p>September 24, 2002</p>   |  |

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

| 1. Title of Security | 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) | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership |
|----------------------|---------------------|-----------------------------------|--------------------------------|---|--|---|--|
|----------------------|---------------------|-----------------------------------|--------------------------------|---|--|---|--|

| (Month/<br>Day/<br>Year) | Code | V | and 5)<br>Amount (A)<br>or (D) Price | Reported<br>Transaction(s)<br>(Instr. 3 and 4) | (Instr. 4) | (Instr. 4) |
|--------------------------|------|---|--------------------------------------|--|------------|------------|
|                          |      |   |                                      |  |            |            |
|                          |      |   |                                      |  |            |            |
|                          |      |   |                                      |  |            |            |
|                          |      |   |                                      |  |            |            |
|                          |      |   |                                      |  |            |            |

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<br>of Deriv-<br>ative Sec-<br>urity<br>(Instr. 3) | 2. Conver-<br>sion or<br>Exercise<br>Price of<br>Deriv-<br>ative<br>Security | 3. Trans-<br>action<br>Date<br><br>(Month/<br>Day/<br>Year) | 3A.<br>Deemed<br>Execution<br>Date, if<br>any<br><br>(Month/<br>Day/<br>Year) | 4. Transac-<br>Code<br>(Instr. 8) |   | 5. Number<br>of Deriv-<br>ative secur-<br>ities Acq-<br>quired (A)<br>or Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |     | 6. Date Exer-<br>cisable and Ex-<br>piration Date<br><br>(Month/Day/<br>Year) |                         | 7. Title and Amount<br>of Underlying Sec-<br>urities<br>(Instr. 3 and 4) | 8. Price<br>of Deriv-<br>ative Sec-<br>urity<br><br>(Instr.5) |
|--|--|---|---|-----------------------------------|---|---|-----|---|-------------------------|--|---|
|  |  |   |   | Code                              | V | (A)   | (D) | Date<br>Exer-<br>siable   | Expira-<br>tion<br>Date |  |   |
| Nonqualified<br>Stock<br>Option (1)                        | \$30.97  | 9-20-02   | 9-20-02   | A                                 |   | 8,500   |     | (1)   | 9-20-2008               | Class A<br>Common<br>Stock 8,500   | \$30.97   |
| (2)  |  |   |   |                                   |   |   |     |   |                         |  |   |
|  |  |   |   |                                   |   |   |     |   |                         |  |   |

Explanation of Responses:

(1) Option granted pursuant to The Neiman Marcus Group, Inc. 1997 Incentive Plan, which includes tax withholding rights. Option vests on the third anniversary date of the grant and expires six years from the date of grant.

(2)

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In an effort to provide timely disclosure, the Reporting Person mistakenly reported on a Form 4 filed on September 24, 2002 the acquisition of a derivative security (entitled in such Form 4 as a "Right to Receive Purchased Restricted Stock or Nonqualified Stock Option"). Because neither the quantity nor the price of the securities to be acquired had been determined with respect to such reported transaction, there was no derivative security, and as a result, no disclosure was required.

|   |  |  |
|---|--|--|
| ** Intentional misstatements or omission of facts constitute Federal Criminal Violations. See 18 U.S. 1001 and 15 U.S.C. 78ff(a). | <u>          /s/ Nelson A.          </u><br><u>          Bangs                          </u><br>**Signature of Reporting<br>Person | <u>          November 22,          </u><br><u>          2002                          </u><br>Date |
|---|--|--|

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedures.