Schreuder Jana R Form 4 July 28, 2010

# FORM 4

#### **OMB APPROVAL**

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

OMB 3235-0287 Number:

if no longer subject to Section 16. Form 4 or

Check this box

January 31, Expires: 2005

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940

1(b).

Stock (1) Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person \*

| Schreuder Jana R        |                       |                                | Symbol NORTHERN TRUST CORP [NTRS]      |                      |       |  |       |   | Issuer (Check all applicable)                                  |                  |                        |  |
|-------------------------|-----------------------|--------------------------------|--|----------------------|-------|--|-------|---|--|------------------|------------------------|--|
| (Last)                  | (First)               | (Middle)                       |  | Earliest Transaction |       |  |       |   | Director   |                  | 6 Owner<br>er (specify |  |
| 50 SOUTH LASALLE STREET |                       |                                | (Month/Day/Year)<br>07/27/2010         |                      |       |  |       |   | X Officer (give title Other (specify below)  EVP/President O&T |                  |                        |  |
|                         | (Street)              | 4. If Amendment, Date Original |  |                      |       |  |       | 6. Individual or Joint/Group Filing(Check               |  |                  |                        |  |
|                         | Filed(Mon             | Filed(Month/Day/Year)          |  |                      |       |  |       | Applicable Line) _X_ Form filed by One Reporting Person |  |                  |                        |  |
| CHICAGO,                | IL 60603              |                                |  |                      |       |  |       |   |  | More than One Re |                        |  |
| (City)                  | (State)               | (Zip)                          | Table                                  | e I - Noi            | n-De  | rivative S                             | ecuri | ties Ac   | quired, Disposed   | of, or Beneficia | lly Owned              |  |
| 1.Title of              | 2. Transaction D      |                                |  | 3.                   |       | 4. Securi                              |       |   | 5. Amount of   | 6. Ownership     | 7. Nature of           |  |
| Security                | (Month/Day/Yea        | <i>'</i>                       | ion Date, if                           |                      | actio | nAcquired                              |       |   | Securities   | Form: Direct     | Indirect<br>Beneficial |  |
| (Instr. 3)              | Instr. 3) any (Month/ |                                |  | Code (Instr. 8)      |       | Disposed of (D)<br>(Instr. 3, 4 and 5) |       |   | Beneficially (D) or Beneficially Owned Indirect (I) Owner      |                  |                        |  |
| (Inioini)               |                       |                                | Day/Tear) (Ilistr. 8) (Ilistr. 3, 4 al |                      |       |  | T and | 3)  | Following  | (Instr. 4)       | (Instr. 4)             |  |
|                         |                       |                                |  |                      |       |  | (A)   |   | Reported   |                  |                        |  |
|                         |                       |                                |  |                      |       |  | or    |   | Transaction(s)   |                  |                        |  |
|                         |                       |                                |  | Code                 | V     | Amount                                 | (D)   | Price   | (Instr. 3 and 4)   |                  |                        |  |
| Common<br>Stock         | 07/27/2010            |                                |  | G                    | V     | 1,030                                  | D     | \$0   | 28,016   | I                | By Trust               |  |
| Common                  |                       |                                |  |                      |       |  |       |   | 20 191   | D                |                        |  |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

D

Ι

39,181

 $10,219 \frac{(2)}{2}$ 

401(k)

### Edgar Filing: Schreuder Jana R - Form 4

#### number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Tit | le of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.          | 6. Date Exerc | cisable and     | 7. Title | e and    | 8. Price of | 9. Nu  |
|--------|-------|-------------|---------------------|--------------------|------------|-------------|---------------|-----------------|----------|----------|-------------|--------|
| Deriv  | ative | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber    | Expiration D  | ate             | Amou     | nt of    | Derivative  | Deriv  |
| Secur  | ity   | or Exercise |                     | any                | Code       | of          | (Month/Day/   | Year)           | Under    | lying    | Security    | Secui  |
| (Instr | . 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative  | e             |                 | Securi   | ties     | (Instr. 5)  | Bene   |
|        |       | Derivative  |                     |                    |            | Securities  |               |                 | (Instr.  | 3 and 4) |             | Owne   |
|        |       | Security    |                     |                    |            | Acquired    |               |                 |          |          |             | Follo  |
|        |       | •           |                     |                    |            | (A) or      |               |                 |          |          |             | Repo   |
|        |       |             |                     |                    |            | Disposed    |               |                 |          |          |             | Trans  |
|        |       |             |                     |                    |            | of (D)      |               |                 |          |          |             | (Instr |
|        |       |             |                     |                    |            | (Instr. 3,  |               |                 |          |          |             |        |
|        |       |             |                     |                    |            | 4, and 5)   |               |                 |          |          |             |        |
|        |       |             |                     |                    |            |             |               |                 |          | Amount   |             |        |
|        |       |             |                     |                    |            |             |               |                 |          | Amount   |             |        |
|        |       |             |                     |                    |            | Date        |               |                 | Or       |          |             |        |
|        |       |             |                     |                    |            | Exercisable |               | Title Number of |          |          |             |        |
|        |       |             |                     | C-J- V             | (A) (D)    |             |               |                 |          |          |             |        |
|        |       |             |                     |                    | Code V     | (A) (D)     |               |                 |          | Shares   |             |        |

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Schreuder Jana R

50 SOUTH LASALLE STREET EVP/President O&T

CHICAGO, IL 60603

### **Signatures**

Paul A. Bernacki Attorney-in-Fact for Jana R. Schreuder

07/28/2010

\*\*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) Represents stock units payable automatically on a 1-for-1 basis in shares of the Corporation's common stock
- (2) as of 6/30/2010

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

Reporting Owners 2