St Clair Joyce Form 4 February 08, 2013

#### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number: 3235-0287

**OMB APPROVAL** 

Number:

January 31,

Expires:

2005

0.5

Estimated average burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person _ St Clair Joyce			2. Issue Symbol	r Name <b>an</b>	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
			NORTI [NTRS]		RUST CORP	(Chec	ck all applicable	e)		
(Last)	(First)	(Middle)		f Earliest T Day/Year)	Fransaction	_X_ Officer (give				
50 SOUTH	LASALLE ST	REET	02/06/2	013		below)	below) esident/O & T			
	(Street)		4. If Ame	endment, E	Date Original	6. Individual or J	oint/Group Filir	ng(Check		
			Filed(Mo	nth/Day/Ye	ar)	Applicable Line)				
CHICAGO,	, IL 60603					_X_ Form filed by M Form filed by M Person				
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Acq	quired, Disposed o	f, or Beneficial	lly Owned		
1.Title of	2. Transaction I	Date 2A. Dee	emed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature o		
Security	(Month/Day/Ye	ar) Execution	on Date, if	Transact	ion(A) or Disposed of (D)	Securities	Form: Direct	Indirect		
(Instr 3)		anv		Code	(Instr. 3. 4 and 5)	Beneficially	(D) or	Reneficial		

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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)
Common Stock	02/06/2013		M	5,000	A	\$ 49.12	26,414	I	By Trust
Common Stock	02/06/2013		S	5,000	D	\$ 52	21,414	I	By Trust
Common Stock (1)							41,685	D	
Common Stock							5,114.87 (2)	I	401(k)

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

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SEC 1474 (9-02)

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. Transactic Code (Instr. 8)	5. Number on f 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
Employee Stock Option (right-to-buy)	\$ 49.12	02/06/2013		M	5,000	(3)	02/17/2014	Common Stock	5,000

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

St Clair Joyce

50 SOUTH LASALLE STREET President/O & T

CHICAGO, IL 60603

### **Signatures**

Paul A. Bernacki, Attorney-in-Fact for Joyce St.

Clair 02/08/2013

\*\*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 12-31-2012
- (3) This option became excercisable in four annual installments beginning 2/17/2005.

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.

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