NORTHERN TRUST CORP

Form 4

October 23, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

5. Relationship of Reporting Person(s) to

(Classia all annil: a his)

Issuer

January 31, 2005

0.5

Estimated average

burden hours per response...

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

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

2. Issuer Name and Ticker or Trading

NORTHERN TRUST CORP

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Symbol

1(b).

(Print or Type Responses)

FRADKIN STEVEN L

1. Name and Address of Reporting Person *

			[NTRS]					(Check all applicable)				
(Last) 50 S. LA SA	, , , , , , , , , , , , , , , , , , , ,		of Earliest Transaction Day/Year) 2013				Director 10% Owner Officer (give title Other (specify below) President/C&IS					
CHICAGO			Filed(Mo	endment, D nth/Day/Yea	r)			Person	One Reporting Pe More than One Re	erson eporting		
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									ly Owned			
1.Title of Security (Instr. 3) Common Stock (1)	2. Transaction Da (Month/Day/Year 10/22/2013	r) Executio any	ned n Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securion(A) or D (Instr. 3, Amount 320	ispose	ed 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								65,820	I	By Trust		
Common Stock								540	I	Spouse as trustee for Daughter		
Common Stock								540	I	Spouse as trustee for Son		
								9,694.05 (3)	I	401(k)		

Edgar Filing: NORTHERN TRUST CORP - Form 4

Common Stock

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 required to respond unless the form displays a currently valid OMB control number.

(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)	4. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	.	ate	Amount Underly Securiti	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 N	Number		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

FRADKIN STEVEN L 50 S. LA SALLE STREET CHICAGO, IL 60603

President/C&IS

Signatures

Paul A. Bernacki, Attorney-in-Fact for Steven L. Fradkin

10/23/2013

**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).
- Represents stock units payable automatically on a 1-for-1 basis in shares of the Corporation's common stock.
- On October 22, 2013, 7,522 already reported and vested stock units, granted on July 21, 2009, were distributed to the reporting person, 320 stock units were withheld in payment of Federal, State and Medicare taxes and 7,202 stock units were deferred.
- (3) as of 09/30/2013

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

Reporting Owners 2

Edgar Filing: NORTHERN TRUST CORP - Form 4

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.