### Edgar Filing: MARSHALL & ILSLEY CORP/WI/ - Form 4

#### MARSHALL & ILSLEY CORP/WI/

Form 4

Stock

Stock

Common

Common

December 05, 2006

	<b>FORM</b>	ЛД									APPROVAL		
		UNITED	STATES			AND EXC n, D.C. 20		NGE C	OMMISSION	OMB Number:	3235-0287		
		Check this box								Expires:	January 31,		
if no longer subject to Section 16. Form 4 or				F CHANGES IN BENEFICIAL OWN SECURITIES					NERSHIP OF	Estimated average burden hours per response 0.5			
	Form 5 obligati may con See Inst	ons Section 17	(a) of the F	Public U	Jtility Ho		npan	y Act of	e Act of 1934, 1935 or Section	·			
	(Print or Type	Responses)											
A CT INT M A T COT M I M				2. Issu Symbol	. Issuer Name <b>and</b> Ticker or Trading mbol				5. Relationship of Reporting Person(s) to Issuer				
				MARSHALL & ILSLEY CORP/WI/ [MI]					(Check all applicable)				
	(Last)			(Month/	/Day/Year)	Transaction			_X_ Director Officer (give below)		10% Owner Other (specify		
	770 NORT	TH WATER STR	EET	12/04/	2006				,	,			
	MILWAU	(Street) KEE, WI 53202			nendment, I onth/Day/Ye	Date Original ear)	l		6. Individual or J Applicable Line) _X_ Form filed by Form filed by J Person	One Reporting	g Person		
	(City)	(State)	(Zip)	Tal	ble I - Non	-Derivative	Secur	rities Acq	uired, Disposed o	f, or Benefic	cially Owned		
1.Title of Security (Month/Day/Year) 2. Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5)				Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
					Code V	Amount	(A) or (D)	Price	-	(Instr. 4)			
	Common Stock								120,690	D			
	Common Stock								2,094	I	401K		
	Common Stock	12/04/2006			A	80.9585	A	\$ 46.32	386.9918	I	Deferred Compensation		

4,073

225

I

I

Plan

**IRA** 

Spouse's IRA

#### Edgar Filing: MARSHALL & ILSLEY CORP/WI/ - Form 4

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

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Da	ate	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						]
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	Title	or Number		
						Exercisable	Date		of		
				Code V	(A) (D)						
				Code v	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

ASLIN MALCOLM M
770 NORTH WATER STREET X
MILWAUKEE, WI 53202

## **Signatures**

Angela M. Peters 12/05/2006

\*\*Signature of Date
Reporting Person

# **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).

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