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KELLNER TED D

Form 4

October 01, 2002

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

Check this box if no subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

(Print or Type Responses)

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(h) of the Investment Company Act of 194

OMB APPROVAL OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response...0.5

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1. Name and Address of Reporting Person*	2. Issuer Name and Ti	cker or Trading Sy	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)									
Kellner Ted D	Marshall & Ilsley	Corporation (N	X	Director		10% Owner						
					Officer (give titl below)	е	Other (specify belo	ow)				
(Last) (First) (Middle) 770 North Water Street	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 4. Statement for Month/Day/Year				7. Individual or Joint/Group Filing (Check Applicable Line)							
	(voluntary)	10-01-2002										
		5. If Amendment	X	Form file	filed by One Reporting Person							
(Street)		Original (Month/Day/Yea		Form file	filed by More than One Reporting Person							
Milwaukee WI 53202												
(City) (State) (Zip)	Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3)	nstr. 3) Date		P.A. Dentifred saction 4. Securities or Dispose Cate, (Instr.8) (Instr. 3, Code V Amount			of Secui	un6. Ownership Form: iesDirect eficial(P) or Indirect (I)	7. Nature of Indirect Beneficial Ownership				
		Month/Day/Year)	7 mount	(A) or (D)	Price	Repo Tra	lowing(Instr. 4) rted insaction(s) nstr.	(Instr. 4)				

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Common Stock				'					\perp	_	3,000.0	.00	D	1		
Common Stock										_	50,000	0	I		Trust	
Common Stock						_					501,796 ¹		T I		Kellner Family L	
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FORM 4	(continued)				_			T								isposed of, s, convertib
1. Title of Derivative Security (Instr. 3)	Derivative or Exercise Date Execution Security Price of Date, if any		n any	4. Transaction 5. Number of Code Derivative (Instr.8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				ve es d	and Expiration (Month/Day/Ye			,	7. Title and Amount of Underlying Securities (Instr. 3 ar			
							Code	V	(A)	((D) H		Date tercisable		piration Date	Title
Phantom Stock Units	1-For-1	09-30-02					A		54.3297		09	09-30-	-02		2	Common Stock
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Explanation of Responses:

1 Mr. Kellner disclaims beneficial ownership in excess of his pecuniary interest.

2 None

**Signature of	
Reporting Person	Date

By: Ryan E. Daniels, Attorney-in-fact

Kellner, Ted D

770 North Water Street

Milwaukee WI 53202

Marshall & Ilsley Corporation (MI)

09/09/2002

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).
- $** \quad \text{Intentional misstatements or omissions of facts constitute Federal Criminal Violations}.\\$

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.