

PLATTEN PETER M
Form 4
April 30, 2009

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
PLATTEN PETER M

2. Issuer Name **and** Ticker or Trading
Symbol
MARSHALL & ILSLEY CORP
[MI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
04/28/2009

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

770 N. WATER ST.

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form 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)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	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	02/23/2009		J ⁽¹⁾	V 70,920 D \$ 0 0		I	By 401(k) Plan
Common Stock	02/23/2009		J ⁽¹⁾	V 70,920 A \$ 0 70,920		I	Peter M. Platten III IRA
Common Stock	04/28/2009		A	1,350 A \$ 0 2,588.7468		I	By Deferred Compensation Plan
Common Stock					87,630	D	
Common Stock					2,847	I	By 1996 Education

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Common Stock	5,238	I	Trust (spouse) By 1998 Education Trust (spouse)
Common Stock	2,229	I	By 1999 Education Trust (spouse)
Common Stock	1,890	I	By 2000 Education Trust (spouse)
Common Stock	1,479	I	By 2001 Education Trust (spouse)
Common Stock	798	I	By 2003 Education Trust (spouse)
Common Stock	5,232	I	By Ira (spouse)
Common Stock	27,041.255	I	By Ira Drp
Common Stock	39,528	I	By Irrevocable Trust
Common Stock	5,232	I	By Spouse

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

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(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. Transaction Code (Instr. 8)	5. Number of 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)	8. Amount or Number of Shares
				Code	V	(A)	(D)	

Stock										
Option	\$ 5.9	04/28/2009		A	2,000	04/28/2009	04/28/2019	Common		2,000
(Right to								Stock		
Buy)										

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PLATTEN PETER M 770 N. WATER ST. MILWAUKEE, WI 53202		X		

Signatures

/s/ Jodi W. Rosenthal, as attorney-in-fact	04/29/2009
<u> </u> **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) Change in form of ownership.

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