

JACOBS BRUCE E
 Form 4
 May 02, 2003

FORM 4

UNITED STATES SECURITIES
 AND EXCHANGE COMMISSION
 Washington, DC 20549

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 1940

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

(Print or Type Responses)

1. Name and Address of Reporting Person*		2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Jacobs Bruce E.		Marshall & Ilsley Corporation (MI)		<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner			
				<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)			
(Last) (First) (Middle)		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)				
770 North Water Street			05-01-2003	<input checked="" type="checkbox"/> Form filed by One Reporting Person	<input type="checkbox"/> Form filed by More than One Reporting Person			
(Street)		5. If Amendment, Date of Original (Month/Day/Year)						
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. Date of Transaction if any (Month/Day/Year)	3. Code		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Owned or Reported (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price	

FORM 4 (continued)		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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title		
Phantom Stock Units	1-For-1	05-01-03		A				203.0457		05-01-03	(1)	Common Stock

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Explanation of Responses:

1 None

**Signature of
Reporting Person

Date

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

Jacobs, Bruce E.

770 North Water Street

Milwaukee WI 53202

Marshall & Ilsley Corporation (MI)

05-02-2003

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).

** 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.