



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

|              |  |  |  |  |  |  |         |   |         |
|--------------|--|--|--|--|--|--|---------|---|---------|
|              |  |  |  |  |  |  | 4)      |   |         |
| Common Stock |  |  |  |  |  |  | 108,226 | D |         |
| Common Stock |  |  |  |  |  |  | 21,498  | I | By ESOP |
|              |  |  |  |  |  |  |         |   |         |
|              |  |  |  |  |  |  |         |   |         |
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| FORM 4 (continued)                         |  | Table II ` Derivative Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertib |  |                               |   |         |     |  |                 |  |              |   |
|--|--|--|--|-------------------------------|---|---------|-----|--|-----------------|--|--------------|---|
| 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  | 09-30-02   |  | A                             |   | 54.3297 |     |  | 09-30-02        | 1  | Common Stock |   |
|  |  |  |  |                               |   |         |     |  |                 |  |              |   |
|  |  |  |  |                               |   |         |     |  |                 |  |              |   |
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Explanation of Responses:

1 None

\_\_\_\_\_  
\*\*Signature of  
Reporting Person

\_\_\_\_\_  
Date

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

Schaefer, Robert A

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).

\*\* 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.