

MARSHALL & ILSLEY CORP/WI/

Form 4

December 19, 2002

1. Name and Address of Reporting Person  
Wigdale, James B.  
770 North Water Street  
Milwaukee, WI 53202  
USA
2. Issuer Name and Ticker or Trading Symbol  
M&I Corp-Forms (MI)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year  
12/19/2002
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
(X) Director ( ) 10% Owner  
(X) Officer (give title below) ( ) Other (specify below)  
Chairman of the Board
7. Individual or Joint/Group Filing (Check Applicable Line)  
(X) Form filed by One Reporting Person  
( ) Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 2A.Execu-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3. Trans-<br>action<br>Code | 4. Securities Acquired (A)<br>or Disposed of (D)<br>Code V Amount A/D Price | 5. Amo<br>Securi<br>Benefi<br>Owned<br>Follow<br>Report<br>Transa |
|----------------------|---|---|-----------------------------|---|---|
| Common Stock         | 12/18/2002  |   | G V                         | -9600 D \$0.0000  | 615630  |
| Common Stock         |   |   |                             |   | 23356   |

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1.                                 | 2.                          | 3.                       | 3A.                      | 4.                    | 5.  | 6.  | 7.  |
|------------------------------------|-----------------------------|--------------------------|--------------------------|-----------------------|---|---|---|
| Title of<br>Derivative<br>Security | Deriv-<br>ative<br>Security | (Month/<br>Day/<br>Year) | (Month/<br>Day/<br>Year) | Transac-<br>tion Code | Number of<br>Derivative<br>Securities<br>Acquired(A)<br>Disposed(D) | Date Exercisable<br>and Expiration Date<br>(Month/Day/Year) | Title and Amount<br>of Underlying<br>Securities<br>Amount<br>or<br>Number<br>of<br>Shares |
|                                    |                             |                          |                          |                       |   |   |   |

Explanation of Responses:

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SIGNATURE OF REPORTING PERSON

/s/ Ryan E. Daniels

DATE

12/19/2002