

MARSHALL & ILSLEY CORP/WI/

Form 4/A

April 16, 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  
Marshall & Ilsley Corporation (MI)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year  
2/2002 R1
5. If Amendment, Date of Original (Month/Day/Year)  
02/04/2002
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- action Date (Month/ Day/ Year)	3. Trans- action Code  V	4. Securities Acquired (A) or Disposed of (D)			5. Amount Owned End of Month
			Amount	A/D	Price	
Common Stock	02/04/2002	G	-1012	D	\$0.0000	312615
Common Stock						11678

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

1. Title of Derivative Security	2. Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Amount or Number of Shares
---------------------------------	------------------------	--------------------------------------	---------------------	--	--	--	-------------------------------

Explanation of Responses:

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

SIGNATURE OF REPORTING PERSON  
/s/ James B. Wigdale

DATE  
04/16/2002