

MARSHALL & ILSLEY CORP/WI/
Form 4
November 05, 2007

FORM 4

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

OMB APPROVAL

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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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ONEILL THOMAS J/WI/

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
770 NORTH WATER STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/01/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

MILWAUKEE, WI 53202

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

(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 (A) 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/01/2007		D		5,050	D	\$ 0 (1)
Common Stock	11/01/2007		D		5,654.3378	D	\$ 0 (1)
Common Stock	11/01/2007		D		49,259.6142	D	\$ 0 (1)

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

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displays a currently valid OMB control number.

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
Option	\$ 41.96	11/01/2007		D	45,000	<u>(2)</u> 10/19/2017	Common Stock	45,000
Option	\$ 48.07	11/01/2007		D	45,000	<u>(2)</u> 10/30/2016	Common Stock	45,000
Stock Option	\$ 20.7578	11/01/2007		D	53,000	<u>(2)</u> 06/30/2010	Common Stock	53,000
Stock Option	\$ 25.9063	11/01/2007		D	12,000	<u>(2)</u> 12/10/2008	Common Stock	12,000
Stock Option	\$ 28.55	11/01/2007		D	55,000	<u>(2)</u> 10/25/2012	Common Stock	55,000
Stock Option	\$ 34.79	11/01/2007		D	45,000	<u>(2)</u> 10/27/2013	Common Stock	45,000
Stock Option	\$ 41.95	11/01/2007		D	50,000	<u>(2)</u> 10/27/2014	Common Stock	50,000
Stock Option	\$ 42.82	11/01/2007		D	50,000	<u>(2)</u> 10/28/2016	Common Stock	50,000
Stock Option	\$ 31.95	11/04/2007		D	48,000	<u>(2)</u> 12/20/2011	Common Stock	48,000
Stock Options (Right to buy)	\$ 30.75	11/01/2007		D	18,000	<u>(2)</u> 12/16/2009	Common Stock	18,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			Senior Vice President	

