#### MARSHALL & ILSLEY CORP

Form 4 May 07, 2008

### FORM 4

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

**OMB** 3235-0287

Estimated average

8,125

15,000

10,000

D

Ι

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Number: January 31, Expires: 2005

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

Common

Common

Common

Stock

Stock

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person ** LUBAR DAVID J				l	nd Ticker or		Is	5. Relationship of Reporting Person(s) to Issuer				
			MARSHALL & ILSLEY CORP [MI]					(Check all applicable)				
(Last)	(First)	(Middle)		Date of Earliest Transaction  Ionth/Day/Year)				X Director Officer (give titl	e Other	Owner er (specify		
770 N. WATER ST.			05/05/2008					below) below)				
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
MII WAT	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
MILWAUKEE, WI 53202							Pe	Person				
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivative S	Securit	ies Acquir	ed, Disposed of, o	r Beneficially	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. 4. Securities Acqu TransactionDisposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D)			red (A) or	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)		
Common Stock	05/05/2008			A	185.9238	A	\$ 25.9963	3,156.34	I	Deferred Compensation Plan		

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

By General

Partnership

By Family

Trust

#### Edgar Filing: MARSHALL & ILSLEY CORP - Form 4

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber Expiration Da		ate	Amoun	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									<b>A</b>		
									Amount		
						Date	Expiration Date	Title Number			
						Exercisable					
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

LUBAR DAVID J X 770 N. WATER ST. MILWAUKEE, WI 53202

# **Signatures**

/s/ Jodi W. Rosenthal, as attorney-in-fact

05/07/2008

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

- 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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