

MARSHALL & ILSLEY CORP/WI/  
 Form 424B2  
 July 16, 2002

PRICING SUPPLEMENT

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Pricing Supplement Dated: July 15, 2002

Rule 424(b)(2)

(To Prospectus Supplement Dated May 3, 2002 and  
 Prospectus Dated April 12, 2000)

File No. 333-33814

Pricing Supplement No. 0012

U.S. \$ 500,000,000

MARSHALL & ILSLEY CORPORATION

MINOTES<sup>SM</sup>

DUE NINE MONTHS OR MORE FROM DATE OF ISSUE

Trade Date: 07/15/02

Issue Date: 07/18/02

Purchasing Agent: A.G. Edwards & Sons, Inc.

Agents: Robert W. Baird & Co., Prudential Securities,

UBS PaineWebber Inc.

| CUSIP     | AGGREGATE<br>PRINCIPAL<br>AMOUNT | PRICE<br>TO<br>PUBLIC | CONCESSION | NET<br>PROCEEDS<br>TO ISSUER | SENIOR OR<br>SUB-ORDINATED | INTEREST<br>RATE |
|-----------|----------------------------------|-----------------------|------------|------------------------------|----------------------------|------------------|
| 57183MAM2 | \$1,090,000                      | 100%                  | 1.50%      | \$1,073,650                  | Senior                     | 5.50%            |
|           |                                  |                       |            |                              |                            |                  |
|           |                                  |                       |            |                              |                            |                  |
|           |                                  |                       |            |                              |                            |                  |

| INTEREST<br>PAYMENT | FIRST | MATURITY | SURVIVOR'S<br>OPTION | REDEMPTION<br>OR | REDEMPTION/<br>REPAYMENT |
|---------------------|-------|----------|----------------------|------------------|--------------------------|
|                     |       |          |                      |                  |                          |

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| FREQUENCY     | COUPON<br>DATE | DATE    |     | REPAYMENT<br>YES/NO | TERMS          |
|---------------|----------------|---------|-----|---------------------|----------------|
| Semi-Annually | 1/15/03        | 7/15/12 | Yes | No                  | Not Applicable |
|               |                |         |     |                     |                |
|               |                |         |     |                     |                |
|               |                |         |     |                     |                |
|               |                |         |     |                     |                |

Other Terms: