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

MARSHALL & ILSLEY CORP/WI/ Form 4/A July 20, 2006 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PLATTEN PETER M Issuer Symbol MARSHALL & ILSLEY CORP/WI/ (Check all applicable) [MI] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director 10% Owner Other (specify Officer (give title (Month/Day/Year) below) below) 770 NORTH WATER STREET 12/28/2005 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person 02/16/2006 Form filed by More than One Reporting MILWAUKEE, WI 53202 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 7. Nature of 3. 4. Securities Acquired (A) 5. Amount of 6. Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial anv (Month/Day/Year) Ownership (Instr. 8) Owned Direct (D) Following or Indirect (Instr. 4) Reported (I) (A) (Instr. 4) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common \$ 02/14/2006 S<sup>(1)</sup> 5,000 D 93,345 D Stock 42.9271 1998 Common Education I 4,900 Stock Trust (Spouse) 1999 Common Education I 2,230 Stock Trust (Spouse) Ι 1,890

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Common Stock								2000 Education Trust (Spouse)
Common Stock						1,480	Ι	2001 Education Trust (Spouse)
Common Stock						800	I	2003 Education Trust
Common Stock						44,184	I	401(K) Plan
Common Stock						2,250	Ι	Education Trust
Common Stock	02/14/2006	S <u>(1)</u>	5,000	D	\$ 42.9271	0	Ι	IRA
Common Stock						24,441.483	Ι	IRA DRP
Common Stock						5,652	I	IRA Spouse
Common Stock	12/28/2005	J <u>(2)</u>	1,701	D	\$0	44,583	I	Irrev. Trust
Common Stock						78,980	I	Peter Platten Properties
Common Stock						5,234	I	Spouse

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

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.

# 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 Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e	Securities	(Instr. 5)	Bene
	Derivative				Securities		(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr

(Instr. 3, 4, and 5)

							Amount
				Date Exercisable	Expiration Date	Title	
Code	v	(A)	(D)				of Shares

## **Reporting Owners**

**Reporting Owner Name / Address** 

Relationships

	Director	10% Owner	Officer	Other
ATTEN PETER M ) NORTH WATER STREET LWAUKEE, WI 53202	Х			

## Signatures

PLA 770 MII

Angela M. 07/20/2006 Peters

<u>\*\*</u>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).
- (2) Distribution of shares from Irrevocable Trust to beneficiaries, including 567 shares distributed to Mr. Platten. The distribution to Mr. Platten of his pro rate portion of the shares is exempt from reporting pursuant to Rule 16a-13.
- (1) Change in the Transaction Code to properly reflect a sale of shares on the open market.

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.