#### Edgar Filing: NORTHERN TRUST CORP - Form 4

NORTHER Form 4 February 14	N TRUST COR	Р									
									OMB /	APPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287	
Check th if no lon				C				Expires:	January 31,		
subject t Section Form 4 of	6. <b>SIAIE</b>	MENT O	NERSHIP OF	Estimated burden ho response.	ours per						
Form 5 obligation may con <i>See</i> Instruction 1(b).	tinue. Section 17	7(a) of the	Public U	Itility Ho	olding Co	mpai	•	e Act of 1934, 1935 or Sectio 0	n		
(Print or Type	Responses)										
Leech Wilson Sy			Symbol		nd Ticker o		-	5. Relationship of Reporting Person(s) to Issuer			
	NORTHERN TRUST CORP [NTRS]					(Check all applicable)					
				Day/Year)	Transactio	n		Director 10% Owner X Officer (give title Other (specify below) below) EVP/Chief Risk Officer			
CHICAGO	(Street) , IL 60603			endment, l onth/Day/Ye	Date Origin ear)	nal		6. Individual or J Applicable Line) _X_ Form filed by Form filed by M Person	oint/Group Fil	ing(Check Person	
(City)	(State)	(Zip)	Tab	ole I - Non	-Derivativ	e Sect	ırities Acq	uired, Disposed o	f, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	aaction Date 2A. Deemed /Day/Year) Execution Date, if any (Month/Day/Year)				ispose 4 and (A) or	ed of (D) 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)	wnership Indirect orm: Beneficial irect (D) Ownership Indirect (Instr. 4)	
Common Stock	02/10/2017			Code V F	Amount	(D) D	Price \$ 85.655	27,909.63 (1)	D		
Common Stock	02/11/2017			F	447	D	\$ 86.305	27,462.63 <u>(3)</u> (4)	D		
Common Stock								424	I	UK Employee Stock Ownership Plan as of 12-31-16	

#### Edgar Filing: NORTHERN TRUST CORP - Form 4

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)

f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title and	8. Price of	9. Nu
e Conversion	(Month/Day/Year)	Execution Date, if	Transact	orNumber	Expiration D	ate	Amount of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security	Secu
Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securities	(Instr. 5)	Bene
Derivative				Securities	3		(Instr. 3 and	l 4)	Owne
Security				Acquired					Follo
				(A) or					Repo
				Disposed					Trans
				of (D)					(Instr
				(Instr. 3,					
				4, and 5)					
							Amo	unt	
								um	
					Date Exercisable	Expiration Date		bar	
								UCI	
			Code V	$(\Delta)$ (D)				20	
	e Conversion or Exercise Price of Derivative	ve Conversion (Month/Day/Year) or Exercise Price of Derivative	re Conversion (Month/Day/Year) Execution Date, if or Exercise any Price of (Month/Day/Year) Derivative	re Conversion (Month/Day/Year) Execution Date, if Transacti or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security	re Conversion (Month/Day/Year) Execution Date, if TransactionNumber or Exercise any Code of Price of (Month/Day/Year) (Instr. 8) Derivative Derivative Security Acquired (A) or Disposed of (D) (Instr. 3,	re Conversion (Month/Day/Year) Execution Date, if or Exercise Price of (Month/Day/Year) (Month/Day/Year) Code of (Month/Day/ Derivative Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable	re Conversion (Month/Day/Year) Execution Date, if or Exercise Price of (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Exercisable Date	re Conversion or Exercise Price of Derivative Security (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) (Instr. 3, 4, and 5) Action Date Expiration Date for the form of the for	re Conversion or Exercise price of Derivative Security (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Instruction Date (A) or Disposed of (D) (Instr. 3, 4, and 5) The securities of (D) (Instr. 3, 4, and 5) The securities (Code (C

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Leech Wilson 50 SOUTH LASALLE STREET CHICAGO, IL 60603			EVP/Chief Risk Officer					
Signatures								
Bradley R. Gabriel, Attorney-in-F Leech	ilson	02/14/2017						
<u>**</u> Signature of Reporting Pers	son		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).
- (1) On February 10, 2017, 396 already reported stock units, granted on February 10, 2014, vested. Of this amount, 187 were withheld in payment of Federal, State and Medicare taxes.
- (2) Includes 10,681 shares representing stock units payable automatically on a 1-for-1 basis in shares of the Corporation's common stock.
- (3) On February 11, 2017, 949 already reported stock units, granted on February 11, 2013, vested. Of this amount, 447 were withheld in payment of Federal, State and Medicare taxes.
- (4) Includes 9,732 shares representing stock units payable automatically on a 1-for-1 basis in shares of the Corporation's common stock. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

#### Edgar Filing: NORTHERN TRUST CORP - Form 4

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.