

MARSHALL &amp; ILSLEY CORP/WI/

Form 4

August 30, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CHAIT JON F

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)  
08/28/2007

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

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	08/28/2007		M		7,500	A \$ 25.23	7,500 D
Common Stock	08/28/2007		M		7,500	A \$ 37	15,000 D
Common Stock	08/28/2007		S		7,500	D \$ 43.4141	7,500 D
Common Stock	08/28/2007		S		7,500	D \$ 43.4141	0 D
Common Stock							36,289.4961 I
							Deferred Compensation Plan

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Common Stock	08/29/2007	08/06/2007	J <sup>(1)</sup>	3,600	D	\$ 0	3,000	I	IRA Accounts
Common Stock	08/29/2007	08/22/2007	J <sup>(2)</sup>	3,000	D	\$ 0	0	I	IRA Accounts

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.**

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(9-02)

**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. Date
				Code	V	(A)	(D)	
Stock Option	\$ 25.23	08/28/2007		M		7,500	04/24/2001 04/24/2011	Common Stock 7,500
Stock Option	\$ 37	08/28/2007		M		7,500	04/27/2004 04/27/2014	Common Stock 7,500

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CHAIT JON F 770 NORTH WATER STREET MILWAUKEE, WI 53202	X

## Signatures

Angela M. Peters 08/29/2007

\*\*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).  
Pursuant to a marital settlement agreement, Mr. Chait's ex-spouse has an economic interest in the options granted to Mr. Chait prior to  
(3) July 12, 2007. Mr. Chait retains investment power over the options and reports the options in full. Mr. Chait disclaims beneficial ownership of the options in excess of his pecuniary interest.  
(1) [Chait's IRA]  
(2) Pursuant to a marital settlement agreement dated July 12, 2007, Mr. Chait's shares in his IRA accounts were transferred to his ex-spouse's IRA account.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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