Edgar Filing: NORTHERN TRUST CORP - Form 4

NORTHERN TRUST CORP Form 4 April 01, 2010							
FORM 4 UNITED STA	FES SECURITIES AND EXCHANGE C Washington, D.C. 20549	OMB APPROVAL COMMISSION OMB Number: 3235-0287 January 31,					
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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 1(b).							
(Print or Type Responses)							
1. Name and Address of Reporting Person JAIN DIPAK C	Symbol NORTHERN TRUST CORP	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle 50 SOUTH LASALLE STREET	[NTRS] 3. Date of Earliest Transaction (Month/Day/Year) 03/31/2010	X Director 10% Owner Officer (give title Other (specify below) below)					
(Street)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person						
CHICAGO, IL 60603		Form filed by More than One Reporting Person					
(City) (State) (Zip)	Table I - Non-Derivative Securities Acq	uired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A Exc any (M	ccution Date, if TransactionAcquired (A) or Code Disposed of (D) onth/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A)	5. Amount of Securities6. Ownership Form: Direct7. Nature of IndirectBeneficially(D) orBeneficialOwnedIndirect (I)OwnershipFollowing(Instr. 4)(Instr. 4)ReportedTransaction(s)(Instr. 3 and 4)					
Common Stock (1)		5,871.5 D					
Common Stock		2,175 D					

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.

Edgar Filing: NORTHERN TRUST CORP - Form 4

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. Transacti Code (Instr. 8)	5. Number orof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expiration I (Month/Day	Date	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price c Derivativ Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units	(2)	03/31/2010		А	409	(3)	(3)	Common Stock	409	\$ 0

Reporting Owners

Reporting Owner Name / Address						
	Director	10% Owner	Officer	Other		
JAIN DIPAK C 50 SOUTH LASALLE STREET CHICAGO, IL 60603	Х					
Signatures						
Paul A. Bernacki Attorney-in-Fac C. Jain	6 04/01/2010					
**Signature of Reporting Perso	n		Da	te		

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) Represents stock units payable automatically on a 1-for-1 basis in shares of the Corporation's common stock.
- (2) 1-for-1
- (3) The stock units will be paid in cash to the Director upon termination of the Director's service on the Board.
- (4) Stock units representing the deferral of the quarterly retainer and the deferral of board and committee fees pursuant to the Northern Trust Corporation Deferred Compensation Plan for Non-Employee Directors.

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.