

MARSHALL & ILSLEY CORP/WI/

Form 4

December 24, 2002

1. Name and Address of Reporting Person
Delgadillo, Joseph L.
770 North Water Street
Milwaukee, WI 53202
USA
2. Issuer Name and Ticker or Trading Symbol
M&I Corp-Forms (MI)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
12/24/2002
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Senior Vice President
7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date (Month/ Day/ Year)	2A. Execu- tion Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D)	5. Amount or Price	6. Date Acquired (A) or Expiration Date (D)	7. Title and Amount of Underlying Securities
Common Stock	12/24/2002		G V	-1600	D	\$0.0000	40408

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Deriv- ative Security	3. (Month/ Day/ Year)	3A. (Month/ Day/ Year)	4. Transac- tion Code	5. Acquired (A) or Disposed (D)	6. Number of Derivative Securities Acquired (A) or Disposed (D)	7. Date Exercisable and Expiration Date (Month/Day/Year)	8. Title and Amount of Underlying Securities

Explanation of Responses:

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SIGNATURE OF REPORTING PERSON
/s/ Ryan E. Daniels

DATE
12/24/2002