Edgar Filing: WADDELL FREDERICK H - Form 4

Form 4 January 26,		[OME	3 APPROVA	L
FORM	4 UNITED	STATES						NGE	COMMISSIO	ONID	3235-	0287
Check the			Wa	Washington, D.C. 20549						Number Expires:	: Ianua	
if no lon subject t Section Form 4	STATEN 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									2005 ed average nours per e 0.5	
Form 5 obligations may continue. See Instruction 1(b). 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												
(Print or Type	Responses)											
1. Name and AWADDEL	Symbol	2. Issuer Name and Ticker or Trading Symbol NORTHERN TRUST CORP					5. Relationship of Reporting Person(s) to Issuer					
	[NTRS]						(Check all applicable)					
(Last) 50 S. LA S	(Month/I	3. Date of Earliest Transaction (Month/Day/Year) 01/25/2006					Director 10% Owner X Officer (give title Other (specify below) below) EVP & President/C&IS					
	4. If Ame	4. If Amendment, Date Original							Joint/Group Filing(Check			
				Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)			T		G	••	Person	6 D (*		
1.Title of		-		le I - No 3.	on-L	4. Secur		rities A	cquired, Disposed 5. Amount of	of, or Benefi 6.	7. Nature o	
Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	n Date, if TransactionAcquired (A) Code Disposed of (Day/Year) (Instr. 8) (Instr. 3, 4 and				d (A) o d of (D)	Securities Beneficially Owned Following	Ownership Form: Direct (D) or Indirect (I)	Indirect	I	
				Code	V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	01/25/2006			G	V	1,184	D	\$0	114,074	I	By Trust	
Common Stock	01/26/2006			G	V	532	D	\$0	113,542	I	By Trust	
Common Stock									864	D		
Common Stock									370	I	UTMA-S	on
Common									370	I	By Son	

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Common Stock	14,475	Ι	By Spouse
Common Stock (1)	47,000	D	
Common Stock	27,594 <u>(2)</u>	Ι	401(k)

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)

Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	Execution Date, if	4. Transactio		6. Date Exerce Expiration D	ate	7. Title Amou	nt of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of		any (Month/Day/Year)	Code (Instr. 8)	of Derivative	(Month/Day/	rear)	Under Securi		Security (Instr. 5)	Secui Bene
(msu. 5)	Derivative		(wonun/Day/rear)	(11150.8)	Securities				3 and 4)	(Insu. 5)	Owne
	Security				Acquired			(mou.	S and T)		Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				Code V	(Λ) (D)				of Shares		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
WADDELL FREDERICK H 50 S. LA SALLE ST. CHICAGO, IL 60675			EVP & President/C&IS					
Signatures								
Eileen C. Ratzka POA for Freder Waddell	rick H.	0	1/26/2006					

**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).
- (1) Represents stock units payable automatically on a 1-for-1 basis in shares of the Corporation's common stock.
- (2) as of 12/31/2005

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.