

MORRISON WILLIAM L

Form 4

May 01, 2006

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MORRISON WILLIAM L2. Issuer Name and Ticker or Trading
Symbol
NORTHERN TRUST CORP
[NTRS]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

50 S. LA SALLE ST.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/28/2006____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

EVP & President/PFS

CHICAGO, IL 60675

4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	04/28/2006		S	9,072 D	\$ 58.77	81,824.6246	D
Common Stock	04/28/2006		S	4,100 D	\$ 58.76	77,724.6246	D
Common Stock	04/28/2006		S	4,127 D	\$ 58.75	73,597.6246	D
Common Stock	04/28/2006		S	1,040 D	\$ 58.74	72,557.6246	D
Common Stock	04/28/2006		S	900 D	\$ 58.64	71,657.6246	D

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Common Stock	04/28/2006	S	229	D	\$ 58.63	71,428.6246	D	
Common Stock	04/28/2006	S	626	D	\$ 58.62	70,802.6246	D	
Common Stock	04/28/2006	S	1,400	D	\$ 58.61	69,402.6246	D	
Common Stock	04/28/2006	S	2,500	D	\$ 58.6	66,902.6246	D	
Common Stock	04/28/2006	S	800	D	\$ 58.54	66,102.6246	D	
Common Stock	04/28/2006	S	100	D	\$ 58.53	66,002.6246	D	
Common Stock	04/28/2006	S	400	D	\$ 58.52	65,602.6246	D	
Common Stock	04/28/2006	S	1,100	D	\$ 58.51	64,502.6246	D	
Common Stock	04/28/2006	S	1,500	D	\$ 58.5	63,002.6246	D	
Common Stock	04/28/2006	S	1,729	D	\$ 58.44	61,273.6246	D	
Common Stock	04/28/2006	S	300	D	\$ 58.43	60,973.6246	D	
Common Stock	04/28/2006	S	500	D	\$ 58.42	60,473.6246	D	
Common Stock	04/28/2006	S	200	D	\$ 58.41	60,273.6246	D	
Common Stock	04/28/2006	S	1,873	D	\$ 58.4	58,400.6246	D	
Common Stock	04/28/2006	S	4,928	D	\$ 58.39	53,472.6246	D	
Common Stock	04/28/2006	S	4,639	D	\$ 58.38	48,833.6246	D	
Common Stock	04/28/2006	S	500	D	\$ 58.36	48,333.6246	D	
Common Stock ⁽¹⁾						58,039	D	
Common Stock						2,465 ⁽²⁾	I	401(k)
Common Stock						148	I	Custodian for Child
						1,200	I	By Spouse

Common
Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MORRISON WILLIAM L 50 S. LA SALLE ST. CHICAGO, IL 60675	EVP & President/PFS

Signatures

Eileen C. Ratzka POA for William L.
Morrison 05/01/2006

__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 3/31/2006

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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