

Edgar Filing: NORTHERN TRUST CORP - Form 4

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 (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or (D)	Price
Common Stock	01/21/03	A		2,400	A	
Common Stock						
Common Stock						
Common Stock						3

Note A: Represents stock units payable automatically on a one-for-one basis in shares of the Corporation's common stock. 800 stock units will vest following re-election of the Reporting Person as a director of the Issuer in each of the years 2003 through 2005.

Note B: Excludes stock units described in Note A.

Note C: Owned by various trusts of which the children of the Reporting Person are beneficiaries.

Note D: Owned by a partnership, Henry Crown and Company (Not Incorporated)

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Explanation of Responses:

/s/ Susan Crown

January 23, 2003

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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