MARSHALL & ILSLEY CORP/WI/
Form 4
August 30, 2007

FORM 4

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

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
CHAIT JON F

(Last) (First) (Middle)

770 NORTH WATER STREET

(Street)

MILWAUKEE, WI 53202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
MARSHALL & ILSLEY CORP/WI/ [MI]

3. Date of Earliest Transaction (Month/Day/Year)
08/28/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director
_____ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 (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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/28/2007		M		7,500	A	$ 25.23	7,500	D	
Common Stock	08/28/2007		M		7,500	A	$ 37	15,000	D	
Common Stock	08/28/2007		S		7,500	D	$ 43.4141	7,500	D	
Common Stock	08/28/2007		S		7,500	D	$ 43.4141	0	D	
Common Stock								36,289.4961	I	Deferred Compensation Plan

Common Stock	08/29/2007	08/06/2007	J[(1)]	3,600	D	$ 0	3,000	I	IRA Accounts
Common Stock	08/29/2007	08/22/2007	J[(2)]	3,000	D	$ 0	0	I	IRA Accounts

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

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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. D S (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	$ 25.23	08/28/2007		M			7,500	04/24/2001	04/24/2011	Common Stock	7,500	
Stock Option	$ 37	08/28/2007		M			7,500	04/27/2004	04/27/2014	Common Stock	7,500	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHAIT JON F 770 NORTH WATER STREET MILWAUKEE, WI 53202	X			

Signatures

Angela M. Peters	08/29/2007
**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).

(3) Pursuant to a marital settlement agreement, Mr. Chait's ex-spouse has an economic interest in the options granted to Mr. Chait prior to July 12, 2007. Mr. Chait retains investment power over the options and reports the options in full. Mr. Chait disclaims beneficial ownership of the options in excess of his pecuniary interest.

(1) [Chait's IRA]

(2) Pursuant to a marital settlement agreement dated July 12, 2007, Mr. Chait's shares in his IRA accounts were transferred to his ex-spouse's IRA account.

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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