MARSHALL & ILSLEY CORP/WI/
Form 4
December 20, 2002

1. Name and Address of Reporting Person
   Kuester, Dennis J.
   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
   12/20/2002
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   (X) Director ( ) 10% Owner
   (X) Officer (give title below) ( ) Other (specify below)
   President
7. 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 | 2. Transaction Date (Month/Day/Year) | 2A. Execution Date (Month/Day/Year) | 3. Transaction Code | V | 4. Securities Acquired (A) or Disposed of (D) Amount | A/D | Price | 5. Amount Securities Beneficially Owned Following Reported Transa |
|---|---|---|---|---|---|---|---|---|
| Common Stock | | | | | | | | 377542 |

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

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Execution Date (Month/Day/Year) | 4. Transaction Code | V | 5. Number of Derivative Securities Acquired(A) Disposed(D) (A) | (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable | Expiration Date | 7. Title and Amount of Underlying Securities Title | Amount or Number of Shares |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Perf. | $0 | | | | | | | | | | |