

BARRAT SHERRY S  
Form 3  
January 04, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 \*

Â BARRAT SHERRY S  
(Last) (First) (Middle)

NORTHERN TRUST CORPORATION,Â 50 S. LA SALLE ST.  
(Street)

CHICAGO,Â ILÂ 60603  
(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
01/01/2006

3. Issuer Name and Ticker or Trading Symbol  
NORTHERN TRUST CORP [NTRS]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer  Other  
(give title below) (specify below)  
EVP & Pres-Personal Fin Svcs

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

6. 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 Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 39,414  | I  | Family Trust  |
| Common Stock <sup>(1)</sup>     | 27,000  | D  | Â   |
| Common Stock                    | 6,419 <sup>(2)</sup>                                  | I  | 401(k)  |

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

Edgar Filing: BARRAT SHERRY S - Form 3

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial<br>Ownership<br>(Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|--|
|   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |  |  |  |
| Employee Stock Option<br>(right-to-buy)       | 09/17/1998   | 09/17/2006         | Common<br>Stock  | 12,000                           | \$ 16.75   | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | 09/16/1999   | 09/16/2007         | Common<br>Stock  | 16,000                           | \$ 28.3125   | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | 09/15/2000   | 09/15/2008         | Common<br>Stock  | 16,000                           | \$ 34.5938   | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | Â <u>(3)</u>   | 05/13/2009         | Common<br>Stock  | 30,000                           | \$ 45.1563   | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | Â <u>(4)</u>   | 05/15/2010         | Common<br>Stock  | 25,000                           | \$ 70.2813   | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | Â <u>(5)</u>   | 05/21/2011         | Common<br>Stock  | 25,000                           | \$ 68.105  | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | 08/19/2002   | 02/19/2012         | Common<br>Stock  | 2,125                            | \$ 53.655  | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | Â <u>(6)</u>   | 05/20/2012         | Common<br>Stock  | 25,000                           | \$ 52.3  | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | 08/18/2003   | 02/18/2013         | Common<br>Stock  | 3,680                            | \$ 32.615  | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | Â <u>(7)</u>   | 02/18/2013         | Common<br>Stock  | 35,000                           | \$ 32.615  | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | Â <u>(8)</u>   | 02/17/2014         | Common<br>Stock  | 35,000                           | \$ 49.12   | D  | Â  |
| Employee Stock Option<br>(right-to-buy)       | 03/31/2005   | 02/15/2015         | Common<br>Stock  | 30,000                           | \$ 44.465  | D  | Â  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |                              | Other |
|--|---------------|-----------|---------|------------------------------|-------|
|  | Director      | 10% Owner | Officer |                              |       |
| BARRAT SHERRY S<br>NORTHERN TRUST CORPORATION<br>50 S. LA SALLE ST.<br>CHICAGO, IL 60603 | Â             | Â         | Â       | EVP & Pres-Personal Fin Svcs | Â     |

## Signatures

By Eileen C. Ratzka as POA for Sherry S.  
Barrat

01/04/2006

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 12/20/2005
  - (3) 5/13/2001 as to 20,000 shares and 5/13/2002 as to 10,000 shares
  - (4) 5/15/2001 as to 8,334 shares; 5/15/2002 as to 8,333 shares; 5/15/2003 as to 8,333 shares
  - (5) 5/21/2002 as to 8,334 shares; 5/21/2003 as to 8,333 shares; 5/21/2004 as to 8,333 shares
  - (6) 5/20/2003 as to 8,334 shares; 5/20/2004 as to 8,333 shares; 5/20/2005 as to 8,333 shares
  - (7) 2/18/2004 as to 11,667 shares; 2/18/2005 as to 11,666 shares; 2/18/2006 as to 11,667 shares
  - (8) 2/17/2005 as to 8,750 shares; 2/17/2006 as to 8,750 shares; 2/17/2007 as to 8,750 shares; 2/17/2008 as to 8,750 shares

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.