#### MARSHALL & ILSLEY CORP

Form 4

November 16, 2010

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** KREI KENNETH C				2. Issue Symbol	r Name <b>an</b>	<b>d</b> Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
					HALL &	ILSLEY CORP	(Check all applicable)			
	(Last) (First) (Middle)				f Earliest T Day/Year)	ransaction	DirectorX Officer (g	ive title(	0% Owner Other (specify	
770 N. WATER ST. (Street)				11/15/2010 4. If Amendment, Date Original			below) below) Senior Vice President			
							6. Individual or Joint/Group Filing(Check			
				Filed(Mo	nth/Day/Yea	r)	Applicable Line) _X_ Form filed by One Reporting Person			
MILWAUKEE, WI 53202							Form filed by More than One Reporting Person			
	770 N. WATE  MILWAUKE  (City)  1.Title of 2	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Acc	equired, Disposed of, or Beneficially Owned			
			Date 2A. Deer		3.	4. Securities Acquired	5. Amount of	6.	7. Nature of	
			n Date, if	Transacti	or(A) or Disposed of	Securities	Ownership	Indirect		

(City)	(State)	Tabl	le I - Non-I	<b>Derivative</b>	Secur	rities Ac	quired, Disposed	of, or Benefici	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transactio	4. Securities Acquired n(A) or Disposed of (D)			5. Amount of Securities Beneficially	6. Ownership Form: Direct	7. Nature of Indirect Beneficial
(msu. 3)		(Month/Day/Year)	(Instr. 8)	(Instr. 8) (Instr. 3, 4 and 5)		Owned (D) or		Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	11/15/2010		A	5,639 (1)	A	\$ 0	217,163	D	
Common Stock	11/15/2010		F	2,492	D	\$ 5.32	214,671	D	
Common Stock							2,000	I	By IRA
Common Stock							724.3759	I	By Retirement Program

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Da	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		Or		
						Exercisable	Date		Number		
				C-J- V	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KREI KENNETH C 770 N. WATER ST. MILWAUKEE, WI 53202

Senior Vice President

## **Signatures**

/s/ Jodi W. Rosenthal, as attorney-in-fact

11/16/2010

\*\*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).

Shares of Marshall & Ilsley Corporation (the "Company") common stock acquired as stock salary by the Reporting Person under the Company's 2010 Equity Incentive Plan. The shares were fully vested at the time of grant, but are subject to transfer restrictions. One third of the stock salary shares will be released from the transfer restrictions on each of December 31, 2011, December 31, 2012 and December 31, 2013. For more information, please see the Current Report on Form 8-K filed by the Company on December 29, 2009.

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.

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