

NORTHERN TRUST CORP  
Form 3  
February 18, 2016

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

OMB APPROVAL

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**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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Leech Wilson		(Month/Day/Year)	NORTHERN TRUST CORP [NTRS]	
(Last)	(First)	02/16/2016		
50 SOUTH LASALLE STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
CHICAGO,Â ILÂ 60603			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Executive Vice President	

**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	25,670.63 <sup>(1)</sup>	D	Â
Common Stock	379	I	UK Employee Stock Ownership Plan

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)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right-to-buy)	Â (2)	02/19/2018	Common Stock	6,318	\$ 71.23	D	Â
Employee Stock Option (right-to-buy)	Â (3)	02/15/2020	Common Stock	10,142	\$ 50.99	D	Â
Employee Stock Option (right-to-buy)	Â (4)	02/14/2021	Common Stock	11,399	\$ 52.64	D	Â
Employee Stock Option (right-to-buy)	Â (5)	02/13/2022	Common Stock	4,296	\$ 43.65	D	Â
Employee Stock Option (right-to-buy)	Â (6)	02/11/2023	Common Stock	5,694	\$ 52.69	D	Â
Employee Stock Option (right-to-buy)	Â (7)	02/10/2024	Common Stock	2,373	\$ 60.85	D	Â
Employee Stock Option (right-to-buy)	Â (8)	02/17/2025	Common Stock	2,968	\$ 70.21	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Leech Wilson 50 SOUTH LASALLE STREET CHICAGO, IL 60603	Â	Â	Â Executive Vice President	Â

## Signatures

Bradley R. Gabriel, Attorney-in-Fact for Wilson  
Leech

02/18/2016

\_\_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) Includes 14,163 shares representing stock units payable automatically on a 1-for-1 basis in shares of the Corporation's common stock.
- (2) This option became exercisable in four equal annual installments beginning 2/19/2009.
- (3) This option became exercisable in four equal annual installments beginning 2/15/2011.
- (4) This option became exercisable in four equal annual installments beginning 2/14/2012.
- (5) This option became exercisable in four equal annual installments beginning 2/13/2013.
- (6) This option becomes exercisable in four equal annual installments beginning 2/11/2014.
- (7) This option becomes exercisable in four equal annual installments beginning 2/10/2015.
- (8) This option becomes exercisable in four equal annual installments beginning 2/17/2016.

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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.