

Thomas Shundrawn A  
 Form 3  
 October 02, 2017

**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 Thomas Shundrawn A		(Month/Day/Year)	NORTHERN TRUST CORP [NTRS]	
(Last)	(First)	(Middle)	10/01/2017	
50 SOUTH LA SALLE ST			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
			President / Asset Management	

**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	19,187 <sup>(1)</sup>	D	Â

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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable      Expiration Date	Title      Amount or Number of			

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				Shares		(I) (Instr. 5)	
Employee Stock Option (right-to-buy)	Â <u>(2)</u>	02/16/2019	Common Stock	4,740	\$ 55.39	D	Â
Employee Stock Option (right-to-buy)	Â <u>(3)</u>	02/14/2021	Common Stock	5,700	\$ 52.64	D	Â
Employee Stock Option (right-to-buy)	Â <u>(4)</u>	02/13/2022	Common Stock	5,384	\$ 43.65	D	Â
Employee Stock Option (right-to-buy)	Â <u>(5)</u>	02/17/2025	Common Stock	4,748	\$ 70.21	D	Â
Employee Stock Option (right-to-buy)	Â <u>(6)</u>	02/16/2026	Common Stock	7,741	\$ 58.25	D	Â
Employee Stock Option (right-to-buy)	Â <u>(7)</u>	02/21/2027	Common Stock	7,743	\$ 88.06	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Thomas Shundrawn A 50 SOUTH LA SALLE ST CHICAGO, IL 60603	Â	Â	Â President / Asset Management	Â

## Signatures

Bradley R. Gabriel, Attorney-in-Fact for Shundrawn A.  
Thomas

10/02/2017

   \*\*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 7,762 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 2/16/2010.
- (3) This option became exercisable in four equal annual installments beginning 2/14/2012.
- (4) This option became exercisable in four equal annual installments beginning 2/13/2013.
- (5) This option becomes exercisable in four equal annual installments beginning 2/17/2016.
- (6) This option becomes exercisable in four equal annual installments beginning 2/16/2017.
- (7) This option becomes exercisable in four equal annual installments beginning 2/21/2018.

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.