

NORTHERN TRUST CORP
Form 8-K
December 13, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 9, 2004

NORTHERN TRUST CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

0-5965
(Commission File Number)

36-2723087
(I.R.S. Employer Identification No.)

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50 South LaSalle Street, Chicago, Illinois
(Address of principal executive offices)

60675
(Zip Code)

Registrant's telephone number, including area code: (312) 630-6000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On December 9, 2004, Dolores E. Cross resigned as a director of Northern Trust Corporation and its subsidiary The Northern Trust Company, positions she has held since 1994. The U.S. Attorney's office in Atlanta announced on that date that a federal grand jury had indicted Dr. Cross for fraud in connection with grants and loans during her service at Morris Brown College. Dr. Cross has informed the Corporation that she needs to devote her full efforts to defending against the charges. The matters alleged in the indictment do not in any way relate to Dr. Cross's activities or responsibilities as a director of Northern Trust Corporation or The Northern Trust Company.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NORTHERN TRUST CORPORATION

(Registrant)

Date: December 13, 2004

By: /s/ Kelly R. Welsh

Kelly R. Welsh

Executive Vice President and General Counsel