# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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)

October 20, 2004

# NORTHERN TRUST CORPORATION

(Exact name of registrant as specified in its charter)

**Delaware** (State or Other Jurisdiction

0-5965 (Commission 36-2723087 (IRS Employer

of Incorporation)

File Number)

**Identification No.)** 

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

60675 (Zip Code)

Registrant s telephone number, including area code

(312) 630-6000

(Former name or former address, if changed since last report)

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:

- 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))

Item 2.02. Results of Operations and Financial Condition

The information contained in the registrant s October 20, 2004 press release, reporting on the registrant s earnings for the third quarter of 2004, a copy of which is filed as Exhibit 99 hereto, is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits:

Exhibit 99 October 20, 2004 Press Release

#### **SIGNATURE**

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

#### NORTHERN TRUST CORPORATION

(Registrant)

Dated: October 20, 2004 By: /s/ Steven L. Fradkin

Steven L. Fradkin Executive Vice President and

Chief Financial Officer

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