

MARSHALL & ILSLEY CORP/WI/
Form 424B5
April 22, 2004

Rule 424(b) (5)

File No. 333-33814

Pricing Supplement dated April 21st, 2004
to the Prospectus Dated April 12, 2000
and Prospectus Supplement Dated May 31, 2000

Marshall & Ilsley Corporation
Medium-Term Notes, Series E

Due from 9 Months to 30 Years

Trade Date: April 21, 2004
Issue Price: 100%

Original Issue Date: April 23, 2004
Principal Amount: \$100,000,000

Maturity Date: May 23, 2005

Interest Rate:
1.718%

Redemption:
N/A

Interest Payment Dates:
5/23/05

Agent and Book-Running Manager:
HSBC Securities (USA) Inc.

Agent Commission:
..01%

Proceeds to Company:
99.989% (\$99,989,000)

Day Count:
ACT/360

Country/Currency:
USD

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Minimum Denomination:

\$1,000 minimum investment with increments of \$1,000

CUSIP No.:

57183HFZ9

Additional Terms:

The Notes will be represented by one or more global certificates in fully registered form. Each global certificate will be deposited with, or on behalf of, The Depository Trust Company ("DTC") and registered in the name of DTC or its nominee.

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