

NORTHERN TRUST CORP  
Form 8-K  
November 15, 2016

**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): November 15, 2016**

**NORTHERN TRUST CORPORATION**  
**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction of incorporation)**

**001-36609**  
**(Commission File Number)**

**36-2723087**  
**(IRS Employer Identification No.)**

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

**60603**  
**(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:

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 230.14a-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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On November 15, 2016, the Board of Directors (the Board) of Northern Trust Corporation (the Corporation) elected Michael G. O Grady to serve as President of the Corporation, effective January 1, 2017. Mr. O Grady will assume the role of President from Frederick H. Waddell, who will continue to serve as Chairman and Chief Executive Officer of the Corporation. Mr. O Grady also was elected to the Board of Directors of the Corporation, effective January 1, 2017.

Mr. O Grady, age 51, will retain his current responsibilities as President, Corporate & Institutional Services of the Corporation. Mr. O Grady will serve in such officer roles for the term provided in the Corporation's By-laws.

A copy of the Corporation's press release announcing the events described above is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press Release of Northern Trust Corporation, dated November 15, 2016.

**SIGNATURES**

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 hereunto duly authorized.

**Northern Trust Corporation**

Date: November 15, 2016

By: /s/ Stephanie S. Greisch  
Stephanie S. Greisch

Corporate Secretary