

NORTHERN TRUST CORPORATION

2016 Annual Meeting of Stockholders

April 19, 2016

Frederick H. Waddell
Chairman &
Chief Executive Officer

Reminder:
Use of cameras, recording
devices, cell phones and
other electronic equipment
is strictly prohibited.

Thank you.



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FORWARD-LOOKING STATEMENTS

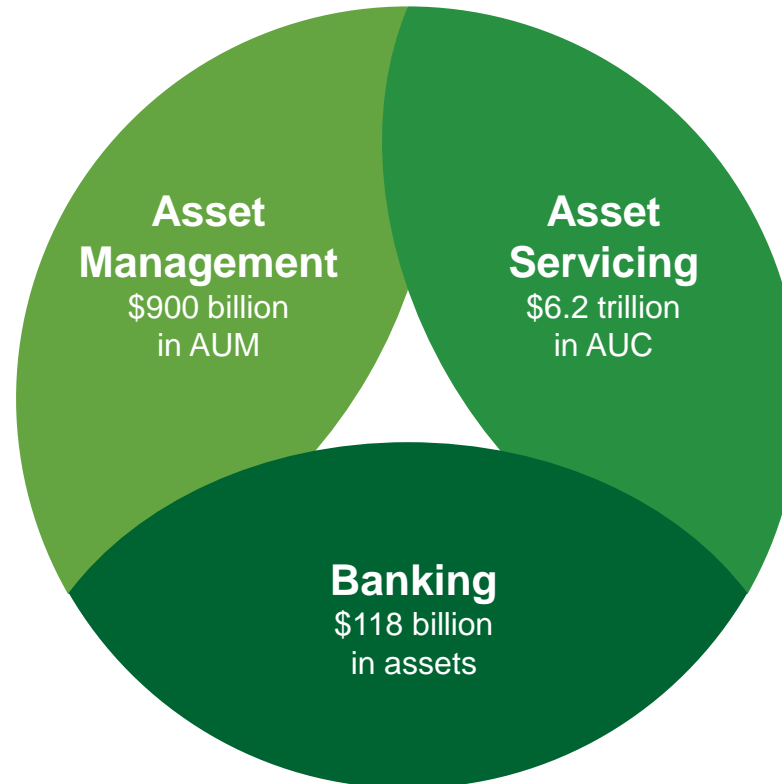
This presentation may include statements which constitute “forward-looking statements” within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are identified typically by words or phrases such as “believe,” “expect,” “anticipate,” “intend,” “estimate,” “project,” “likely,” “plan,” “goal,” “target,” “strategy,” and similar expressions or future or conditional verbs such as “may,” “will,” “should,” “would,” and “could”. Forward-looking statements include statements, other than those related to historical facts, that relate to Northern Trust’s financial results and outlook, capital adequacy, dividend policy, anticipated expense levels, spending related to technology and regulatory initiatives, risk management policies, contingent liabilities, strategic initiatives, industry trends, and expectations regarding the impact of recent legislation. These statements are based on Northern Trust’s current beliefs and expectations of future events or future results, and involve risks and uncertainties that are difficult to predict and subject to change. These statements are also based on assumptions about many important factors, including the factors discussed in Northern Trust’s most recent annual report on Form 10-K and other filings with the U.S. Securities and Exchange Commission, all of which are available on Northern Trust’s website. We caution you not to place undue reliance on any forward-looking statement as actual results may differ materially from those expressed or implied by forward-looking statements. Northern Trust assumes no obligation to update its forward-looking statements.

CLIENT-CENTRIC, FOCUSED BUSINESS MODEL

Asset servicing, asset management & banking for personal and institutional clients, supported by our integrated operating platform.

Wealth Management

- Individuals
- Families
- Family offices
- Foundations
- Endowments
- Privately held businesses



Corporate & Institutional Services

- Pensions
- Sovereign entities
- Fund managers
- Foundations & endowments
- Insurance companies

Integrated Global Operating Platform

POSITIONED FOR CONTINUED SUCCESS

Favorable secular trends align well with Northern Trust's business model.

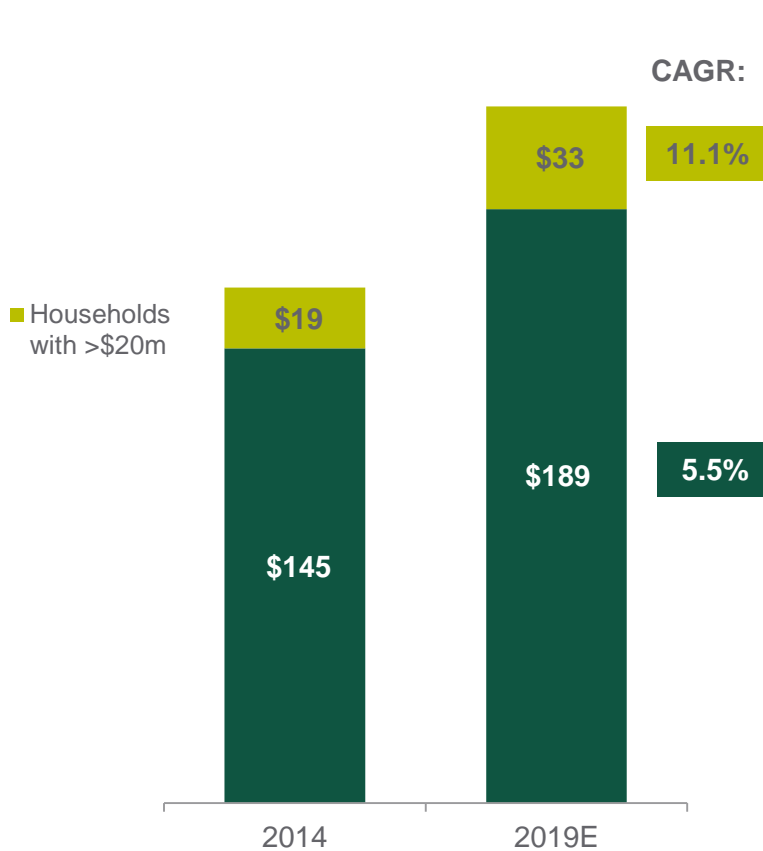
Secular Trends

- ✓ Global wealth creation and increasing complexity
- ✓ Globalization and cross-border investing
- ✓ Back and middle office outsourcing for investment managers
- ✓ Increased regulation facing clients
- ✓ Evolving investor preferences
 - Passive management
 - Engineered equity
 - Alternatives
- ✓ Accelerating demand for solutions-based technology

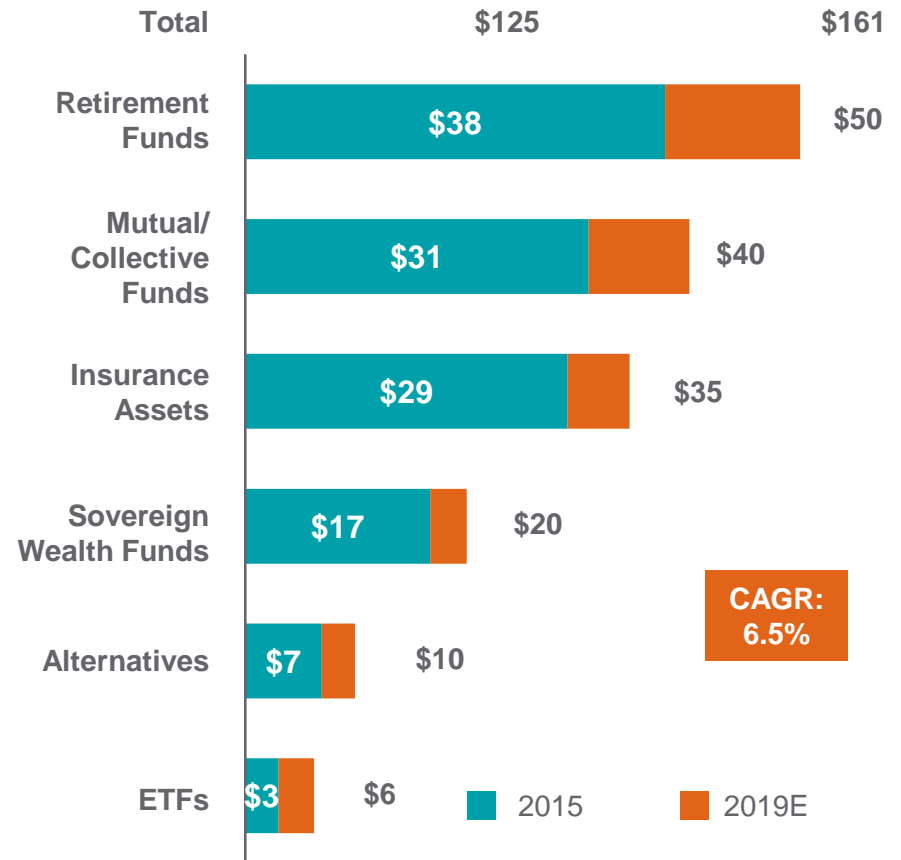
FOCUSED ON ATTRACTIVE MARKETS

The personal and institutional markets are large and growing.

Global Personal Financial Wealth \$US Trillion



Global Institutional Assets \$US Trillion



Sources: BCG Global Wealth 2015, Cerulli Associates Global Markets 2015, The City UK, eVestment, PWC, ETFGI, Ernst & Young and internal estimates

2015 FINANCIAL PERFORMANCE

(\$MM, Except EPS)	2015	2015 vs. 2014
Trust, Inv. & Other Servicing Fees	\$2,981	+5%
Foreign Exchange Trading Income	262	+25%
Other Non-Interest Income	390	+38%
Net Interest Income ¹	1,095	+6%
Total Revenue ¹	4,728	+8%
Non-Interest Expense	3,281	+5%
Provision for Credit Losses	(43)	N/M
Pre-Tax Income ¹	\$1,490	+23%
Taxes	491	+30%
Taxable Equivalent Adjustment	25	-14%
Net Income	\$974	+20%
Earnings Per Share	\$3.99	+20%
Return on Common Equity	11.5%	

- Revenue increased 8% year-over-year
- Solid fee growth driven by new business, favorable equity markets and lower money market mutual fund fee waivers
- Higher net interest income driven by a higher level of earning assets
- Achieved positive operating leverage
- Net income and earnings per share up 20% versus 2014
- Improved our return on common equity to 11.5% in 2015 from 10.0% in 2014

¹ Net interest income, revenue and pre-tax income stated on a fully taxable equivalent (FTE) basis is a non-GAAP financial measure. A reconciliation to reported revenue prepared in accordance with U.S. GAAP is included in the appendix.

FIRST QUARTER 2016 FINANCIAL PERFORMANCE

(\$MM, Except EPS)	1Q16	1Q16 vs. 1Q15
Trust, Inv. & Other Servicing Fees	\$748	+3%
Foreign Exchange Trading Income	61	-15%
Other Non-Interest Income	73	-2%
Net Interest Income ¹	314	+18%
Total Revenue ¹	1,196	+5%
Non-Interest Expense	829	+5%
Provision for Credit Losses	2	N/M
Pre-Tax Income ¹	\$365	+3%
Taxes	117	-2%
Taxable Equivalent Adjustment	6	+2%
Net Income	\$242	+5%
Earnings Per Share	\$1.01	+7%
Return on Common Equity	11.4%	

- Revenue increased 5% year-over-year
- Steady fee growth driven by new business and lower money market mutual fund fee waivers
- Net interest income increased 18% year-over-year as a result of a higher level of earning assets and a higher net interest margin
- Foreign exchange trading income was down 15% year-over-year
- Net income and earnings per share up 5% and 7%, respectively
- Return on common equity was 11.4% in 1Q 2016

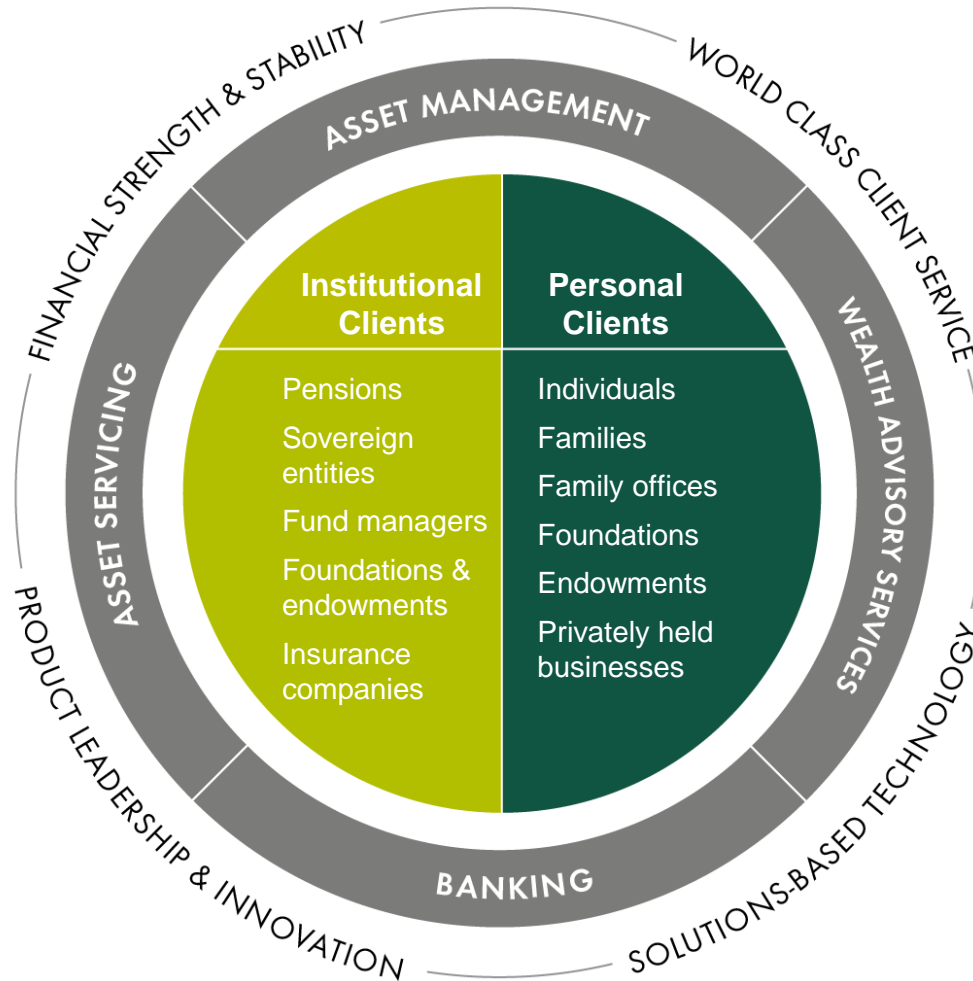
¹ Net interest income, revenue and pre-tax income stated on an FTE basis is a non-GAAP financial measure. A reconciliation to reported revenue prepared in accordance with U.S. GAAP is included in the appendix.

FOCUSED ON ACHIEVING SUSTAINABLE PROFITABLE GROWTH

We are executing on our strategies:

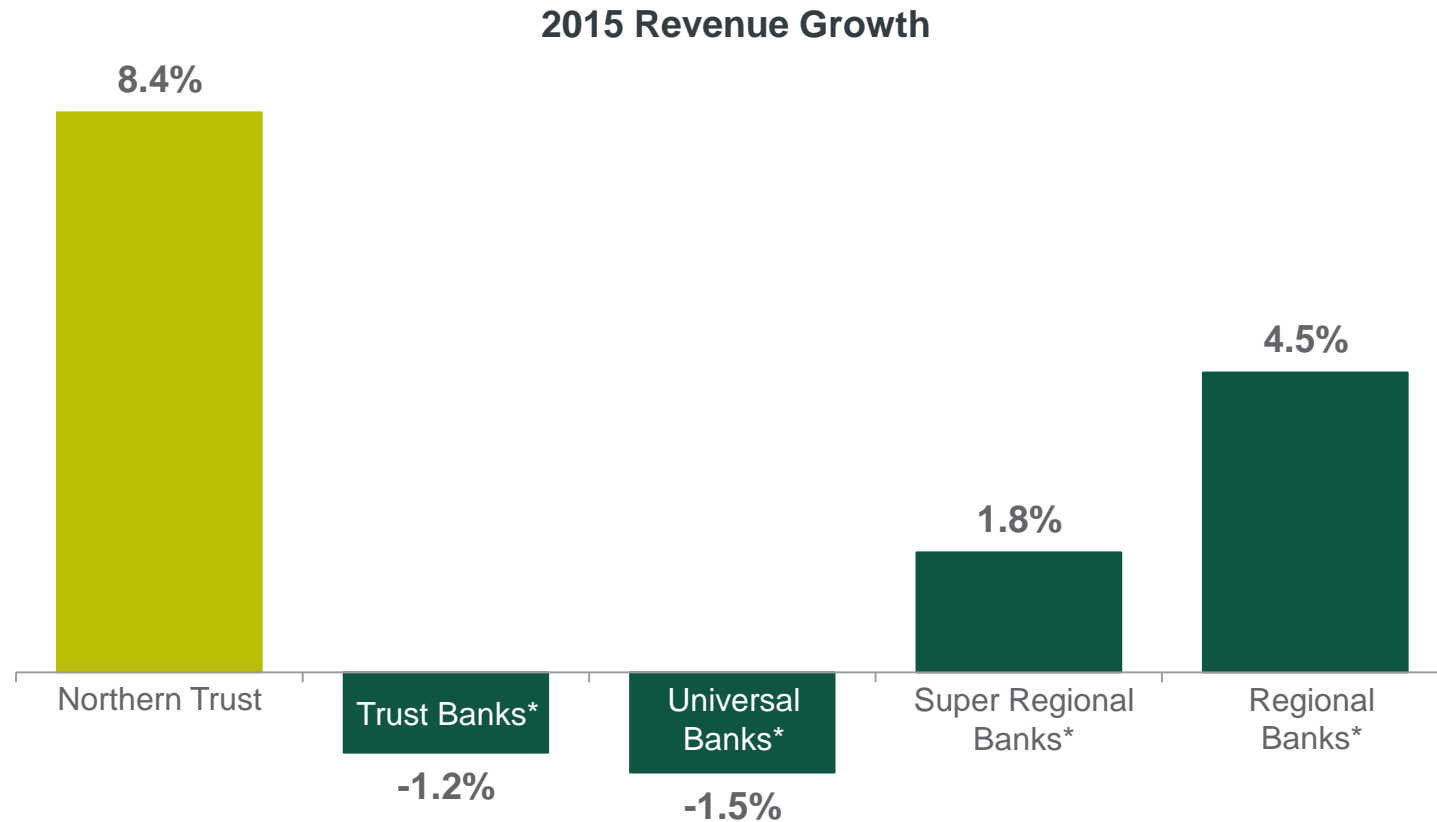
- Disciplined, client-centric approach
- Accelerate revenue growth
- Improve profitability and returns
- Return capital to shareholders

DISCIPLINED, CLIENT-CENTRIC APPROACH



ACCELERATE REVENUE GROWTH

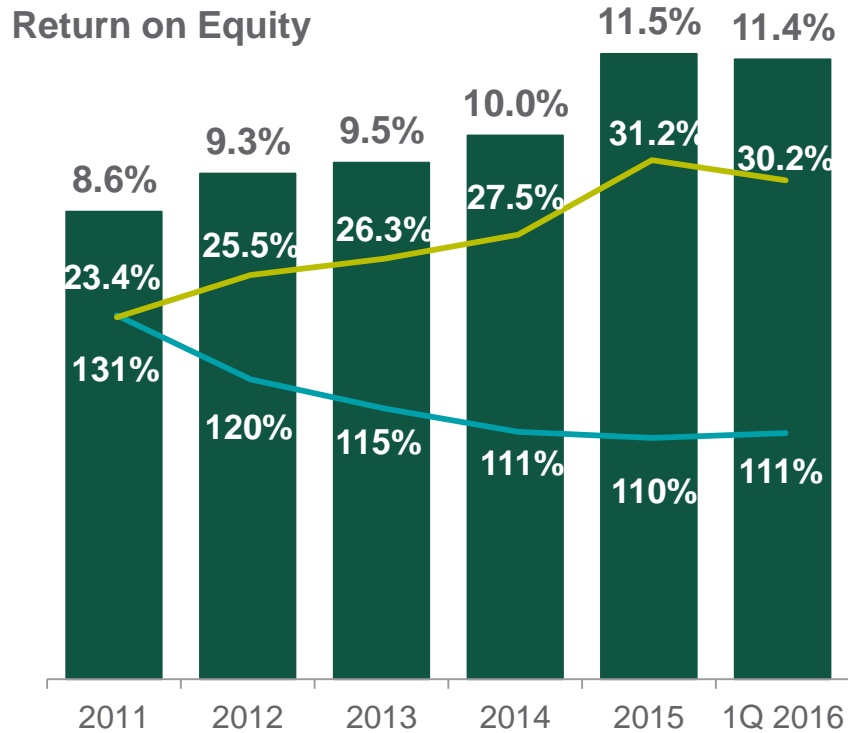
Relative to a broad set of banks, Northern Trust's growth outperformed in 2015.



Peer data sourced from SNL Financial on an FTE basis. Trust Banks = STT and BK; Universal Banks = JPM, BAC, C; Super Regionals = WFC, USB, PNC, COF; Regional Banks = STI, BBT, RF, FITB, KEY, MTB, CMA, HBAN, ZION, FRC.

* Average revenue growth for group.

IMPROVE PROFITABILITY & RETURNS



ROE was 11.5% in 2015, within our 10%–15% target range

Ratio of expenses to trust & investment fees declined from 131% in 2011 to 110% in 2015

Improved pre-tax margin to 31.2% in 2015

- Noninterest Expense as a % of Trust & Investment Fees
- Pre-tax Margin

As of March 31, 2016

RETURN CAPITAL TO SHAREHOLDERS

- Declared \$333.1 million in common stock dividends in 2015
 - \$83.9 million in 1Q 2016
- Repurchased \$496.9 million of our common stock in 2015
 - \$140.3 million in 1Q 2016
- Remaining capacity to repurchase up to \$145 million of common stock through June 2016 under our 2015 Capital Plan
- Submitted 2016 Capital Plan on April 5, 2016



¹Dividends shown represent the dividend in the 4th quarter of each year.

A RECOGNIZED MARKET LEADER

SERVING CLIENTS



Pension Custodian of the Year
— *Custody Risk European Awards, 2015*



One of the World's
Best Private Banks
— *Global Finance, 2015*



Best Smart Beta Strategies
— *Asia Asset Management, 2015*

TECHNOLOGY



Best Analytics Initiative-
American Financial
Technology Award
— *Waters Magazine, 2015*



Best Cloud Initiative-American
Financial
Technology Award
— *Waters Magazine, 2015*



Top Wealth Management
Mobile Application
— *Brand New Media, 2015*

EMPLOYEES



50 Out Front Best Places for Women
& Diverse Managers to Work
— *Diversity MBA Magazine, 2015*



Best Places to Work for
LGBT Equality
— *Corporate Equality Index, 2016*



Top 50 Companies for
Latinas to Work for in the United States
— *Latina Style Magazine, 2015*

CORPORATE SOCIAL RESPONSIBILITY



100 Best Corporate Citizens
— *Corporate Responsibility Magazine, 2015*



BCA 10: Best Businesses
Partnering with the Arts in America
— *Business Committee for the Arts, 2016*



A World's Most Ethical Company
— *Ethisphere Institute, 2016*

THANK YOU



NORTHERN
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Appendix

RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

The following table presents a reconciliation of interest income, net interest income, total revenue and pre-tax income prepared in accordance with GAAP to such measures on a fully taxable equivalent (FTE) basis, which are non-GAAP financial measures.

Management believes this presentation provides a clearer indication of interest income, net interest income, total revenue and pre-tax income for comparative purposes.

(\$ In Millions)	Three Months Ended								
	March 31, 2016			December 31, 2015			March 31, 2015		
	Reported	FTE Adj.	FTE	Reported	FTE Adj.	FTE	Reported	FTE Adj.	FTE
Net Interest Income									
Interest Income	\$ 352.0	\$ 6.2	\$ 358.2	\$ 330.7	\$ 6.6	\$ 337.3	\$ 298.8	\$ 6.2	\$ 305.0
Interest Expense	44.2	—	44.2	41.3	—	41.3	38.2	—	38.2
Net Interest Income	\$ 307.8	\$ 6.2	\$ 314.0	\$ 289.4	\$ 6.6	\$ 296.0	\$ 260.6	\$ 6.2	\$ 266.8
Total Revenue	\$ 1,190.0	\$ 6.2	\$ 1,196.2	\$ 1,156.7	\$ 6.6	\$ 1,163.3	\$ 1,134.5	\$ 6.2	\$ 1,140.7
Pre-tax Income	\$ 359.2	\$ 6.2	\$ 365.4	\$ 350.4	\$ 6.6	\$ 357.0	\$ 350.0	\$ 6.2	\$ 356.2

(\$ In Millions)	Twelve Months Ended					
	December 31, 2015			December 31, 2014		
	Reported	FTE Adj.	FTE	Reported	FTE Adj.	FTE
Net Interest Income						
Interest Income	\$ 1,224.0	\$ 25.3	\$ 1,249.3	\$ 1,186.9	\$ 29.4	\$ 1,216.3
Interest Expense	153.9	—	153.9	181.4	—	181.4
Net Interest Income	\$ 1,070.1	\$ 25.3	\$ 1,095.4	\$ 1,005.5	\$ 29.4	\$ 1,034.9
Total Revenue	\$ 4,702.6	\$ 25.3	\$ 4,727.9	\$ 4,331.2	\$ 29.4	\$ 4,360.6
Pre-tax Income	\$ 1,465.0	\$ 25.3	\$ 1,490.3	\$ 1,190.2	\$ 29.4	\$ 1,219.6