

HINDMAN CRAIG
Form 3
November 02, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â HINDMAN CRAIG
(Last) (First) (Middle)

ILLINOIS TOOL WORKS
INC.,Â 3600 WEST LAKE
AVENUE

(Street)

GLENVIEW,Â ILÂ 60026

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
10/29/2004

3. Issuer Name and Ticker or Trading Symbol
ILLINOIS TOOL WORKS INC [ITW]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Executive V.P.

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

Common Stock (1) (2)

2. Amount of Securities Beneficially Owned
(Instr. 4)

6,700

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

D Â

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

Edgar Filing: HINDMAN CRAIG - Form 3

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---------------------------|------------------|-----------------|--------------|----------------------------|-----------|---------------------------------------|---|
| Employee Stock Option (3) | 12/12/1998 | 12/12/2007 | Common Stock | 7,500 | \$ 54.62 | D | Â |
| Employee Stock Option (3) | 12/11/1999 | 12/11/2008 | Common Stock | 7,500 | \$ 58.25 | D | Â |
| Employee Stock Option (3) | 12/17/2000 | 12/17/2009 | Common Stock | 7,500 | \$ 65.5 | D | Â |
| Employee Stock Option (3) | 12/15/2001 | 12/15/2010 | Common Stock | 18,000 | \$ 55.875 | D | Â |
| Employee Stock Option (3) | 12/14/2002 | 12/14/2011 | Common Stock | 12,000 | \$ 62.25 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HINDMAN CRAIG ILLINOIS TOOL WORKS INC. 3600 WEST LAKE AVENUE GLENVIEW, IL 60026 | Â | Â | Â Executive V.P. | Â |

Signatures

Craig Hindman by S. S. Hudnut, Sr. V.P., Gen. Counsel & Secretary Attorney-In-Fact POA on File

11/02/2004

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Includes Grant of Restricted Stock Vesting Over 3 Year Period 12/16/2003, 12/16/2004, 12/16/2005.

(2) Includes Grant of Restricted Stock Vesting Over 3 Year Period 12/16/2004, 12/16/2005, 12/18/2006.

(3) Options vest in four equal annual installments beginning one year from date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.