

Finch Norman D. Jr.  
Form 4  
February 20, 2018

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See Instruction*  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Finch Norman D. Jr.

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
155 HARLEM AVE.  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/15/2018

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Sr. VP, General Counsel & Secy

GLENVIEW, IL 60025

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

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

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock					4,391 <sup>(1)</sup>	D	
Common Stock					615	I	SEE FOOTNOTE <sup>(2)</sup>

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

**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.**

SEC 1474  
(9-02)

# Edgar Filing: Finch Norman D. Jr. - Form 4

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	8. An or Nu of
Employee Stock Option	\$ 126.88					02/01/2018 <sup>(3)</sup> 02/01/2027	Common Stock	28
Restricted Stock Unit (granted 2/1/17) <sup>(4)</sup>	\$ 0					<sup>(5)</sup> <sup>(5)</sup>	Common Stock	6
Employee Stock Option	\$ 128					02/10/2018 <sup>(3)</sup> 02/10/2027	Common Stock	15
Performance Share Units granted 2/10/17 <sup>(4)</sup> <sup>(6)</sup>	\$ 0					<sup>(7)</sup> <sup>(7)</sup>	Common Stock	1
Employee Stock Option	\$ 163.36	02/15/2018		A	11,411	02/15/2019 <sup>(3)</sup> 02/15/2028	Common Stock	11
Performance Share Units (granted 2/15/18) <sup>(4)</sup> <sup>(6)</sup>	\$ 0	02/15/2018		A	1,339	<sup>(7)</sup> <sup>(7)</sup>	Common Stock	1

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Finch Norman D. Jr. 155 HARLEM AVE. GLENVIEW, IL 60025	Sr. VP, General Counsel & Secy

## Signatures

Norman D. Finch, Jr. by Janet O. Love, Deputy General Counsel & Assistant Secretary,  
Attorney-In Fact POA on File.

02/20/2018

                    Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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 20 shares acquired under a dividend reinvestment plan.
- (2) Shares of common stock held in spouse's IRA.
- (3) Options vest in four (4) equal installments beginning one year from date of grant.
- (4) Each restricted stock unit (RSU) and performance share unit (PSU) represents a contingent right to receive one share of the Company's common stock.
- (5) Each RSU vests 100% three years from the date of grant.
- (6) PSUs accrue dividends in shares of common stock, subject to fulfillment of vesting period and performance goals; the PSUs shown include dividend equivalents, if any, accrued to date.
- (7) Each PSU vests 100% three years from the date of grant if performance goals are met.

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.