

Edgar Filing: ILLINOIS TOOL WORKS INC - Form 4

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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option ⁽³⁾	\$ 30.125	12/08/1995		A	60,000	12/08/1996	12/08/2005	Common Stock	60,000
Employee Stock Option ⁽³⁾	\$ 54.62	12/12/1997		A	50,000	12/12/1998	12/12/2007	Common Stock	50,000
Employee Stock Option ⁽³⁾	\$ 58.25	12/11/1998		A	60,000	12/11/1999	12/11/2008	Common Stock	60,000
Employee Stock Option ⁽³⁾	\$ 65.5	12/17/1999		A	100,000	12/17/2000	12/17/2009	Common Stock	100,000
Employee Stock Option ⁽³⁾	\$ 55.875	12/15/2000		A	230,000	12/15/2001	12/15/2010	Common Stock	230,000
Employee Stock Option ⁽³⁾	\$ 62.25	12/14/2001		A	200,000	12/14/2002	12/14/2011	Common Stock	200,000
Employee Stock Option ⁽³⁾	\$ 94.26	12/10/2004		A	200,000	12/10/2005	12/10/2014	Common Stock	200,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PTAK FRANK S			Vice Chairman	

Signatures

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

12/17/2004

__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 Grant of Restricted Stock vesting over three 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.