



Common  
Stock <sup>(3)</sup>

See  
Footnote  
(3)

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

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SEC 1474  
(9-02)

**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 Securities (Instr. 3 and 4)	Amount	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Number of Shares
Employee Stock Option <sup>(6)</sup>	\$ 58.25	12/11/1998		A	100,000	12/11/1999 12/11/2008		Common Stock	100,000
Employee Stock Option <sup>(6)</sup>	\$ 65.5	12/17/1999		A	200,000	12/17/2000 12/17/2009		Common Stock	200,000
Employee Stock Option <sup>(6)</sup>	\$ 55.875	12/15/2000		A	412,000	12/15/2001 12/15/2010		Common Stock	412,000
Employee Stock Option <sup>(6)</sup>	\$ 62.25	12/14/2001		A	400,000	12/14/2002 12/14/2011		Common Stock	400,000
Employee Stock Option <sup>(6)</sup>	\$ 92.04	09/17/2004		A	23,069	09/17/2005 12/15/2010		Common Stock	23,069
Employee Stock Option <sup>(6)</sup>	\$ 94.26	12/10/2004		A	400,000	12/10/2005 12/10/2014		Common Stock	400,000

## Reporting Owners

Reporting Owner Name / Address

**Relationships**

Director 10% Owner Officer Other

Retired Chairman

FARRELL W JAMES

## Signatures

W. James Farrell by James H. Wooten, Jr., V.P., General Counsel & Secretary  
Attorney-In-Fact POA on File

05/10/2006

\_\_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) Shares held in revocable trust.
- (2) Shares held in JM investment Partners L.P.
- (3) Shares allocated to my account in the Illinois Tool Works Inc. Savings & Investment Plan. Information reported as of 3/31/2006.
- (4) Includes grant of restricted stock that vested over a 3 year period: 12/16/03, 12/16/04, 12/16/05.
- (5) Includes grant of restricted stock vesting over 3 year period: 12/16/04, 12/16/05, 12/18/06. The remaining grant due to vest on 12/18/06 vested on 5/5/06, Mr. Farrell's retirement date.
- (6) 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.

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