

Larsen Michael M
 Form 4
 December 13, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Larsen Michael M

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)

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/11/2018

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 SVP & CFO

ILLINOIS TOOL WORKS
 INC., 155 HARLEM AVENUE

(Street)

4. 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

GLENVIEW, IL 60025

(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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/11/2018		M		17,483	A	\$ 75.1
							36,931
							D ⁽¹⁾
Common Stock	12/11/2018		S		17,483	D	\$ 132.73
							19,448
							D ⁽¹⁾
							⁽²⁾
Common Stock	12/11/2018		M		41,253	A	\$ 78.59
							60,701
							D ⁽¹⁾
Common Stock	12/11/2018		S		41,253	D	\$ 132.98
							19,448
							D ⁽¹⁾
							⁽³⁾

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Common Stock 12/12/2018 G 1,000 D \$ 0 18,448 D ⁽¹⁾

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)

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)	Amount or Number of
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	of
Employee Stock Option	\$ 98.26					02/13/2016 ⁽⁴⁾ 02/13/2025	Common Stock	43
Employee Stock Option	\$ 91.88					02/12/2017 ⁽⁴⁾ 02/12/2026	Common Stock	44
Employee Stock Option	\$ 78.59	12/11/2018		M	41,253	02/14/2015 02/14/2024	Common Stock	41
Employee Stock Option	\$ 75.1	12/11/2018		M	17,483	09/16/2014 09/16/2023	Common Stock	17
Performance Restricted Stock Unit (granted 2/12/2016) ⁽⁵⁾	\$ 0					⁽⁶⁾ ⁽⁶⁾	Common Stock	9
Employee Stock Option	\$ 128					02/10/2018 ⁽⁴⁾ 02/10/2027	Common Stock	51
Performance Share Units (granted 2/10/17) ⁽⁵⁾ ⁽⁷⁾	\$ 0					⁽⁶⁾ ⁽⁶⁾	Common Stock	5
Employee Stock Option	\$ 163.36					02/15/2019 ⁽⁴⁾ 02/15/2028	Common Stock	37

