
Section 1: 8-A12B (8-A12B)

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

FORM 8-A

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g)
OF THE SECURITIES EXCHANGE ACT OF 1934**

ILLINOIS TOOL WORKS INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-4797
(Commission
File No.)

36-1258310
(IRS Employer
Identification No.)

155 Harlem Avenue, Glenview, IL 60025
(Address of registrant's principal executive offices, including zip code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
0.250% Senior Notes Due 2024	New York Stock Exchange
0.625% Senior Notes Due 2027	New York Stock Exchange
1.000% Senior Notes Due 2031	New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A. (c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A. (d), check the following box.

Securities Act registration statement file number to which this form relates: **333-219695**

Securities to be registered pursuant to Section 12(g) of the Act:

None
(Title of class)

Item 1. Description of Registrant's Securities to be Registered.

For a description of the securities to be registered hereunder, reference is made to the information under the headings "Description of Notes" on pages S-13 through S-22 of the Prospectus Supplement dated May 29, 2019 and "Description of Debt Securities" on pages 5 through 13 of the Prospectus dated August 4, 2017, each of which forms part of the registration statement on Form S-3 (Registration Statement No. 333-219695) of Illinois Tool Works Inc., which information is incorporated by reference and made part of this registration statement in its entirety.

Item 2. Exhibits.

The securities to be registered hereunder are expected to be listed on the New York Stock Exchange, the exchange on which certain other securities of Illinois Tool Works Inc. are currently listed. Pursuant to the Instructions as to Exhibits with respect to Form 8-A, the following exhibits are being filed with the Securities and Exchange Commission in connection with this Registration Statement:

- 1.1 [Indenture between Illinois Tool Works Inc. and The First National Bank of Chicago, as Trustee, dated as of November 1, 1986, filed as Exhibit 4.1 to the Company's Registration Statement on Form S-3 filed on January 15, 1999 \(Commission File No. 333-70691\) and incorporated herein by reference.](#)
- 1.2 [First Supplemental Indenture between Illinois Tool Works Inc. and Harris Trust and Savings Bank, as Trustee, dated as of May 1, 1990, filed as Exhibit 4.2 to the Company's Registration Statement on Form S-3 filed on January 15, 1999 \(Commission File No. 333-70691\) and incorporated herein by reference.](#)
- 1.3 [Officers' Certificate, dated June 5, 2019, establishing the terms, and setting forth the forms, of the 0.250% Notes due 2024, the 0.625% Notes due 2027 and the 1.000% Notes due 2031, filed as Exhibit 4.1 to the Company's Current Report on Form 8-K filed on June 5, 2019 \(Commission File No. 1-4797\) and incorporated herein by reference.](#)

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

ILLINOIS TOOL WORKS INC.

Date: June 5, 2019

By: /s/ Randall J. Scheuneman

Name: Randall J. Scheuneman

Title: Vice President & Chief Accounting Officer

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