# Edgar Filing: ILLINOIS TOOL WORKS INC - Form 8-K

ILLINOIS TOOL WORKS INC Form 8-K August 04, 2016

UNITED STATES SECURITIES AND EXCHANGE COMMI Washington, D.C. 20549	SSION	
FORM 8-K		
CURRENT REPORT		
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934		
Date of Report (Date of Earliest Event Repo	orted): August 4, 2016	
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 (I.R.S. Employer Identification No.)
155 Harlem Ave., Glenview, IL (Address of principal executive offices)		60025 (Zip Code)
Registrant's telephone number, including are	ea code: 847-724-7500	
Not Applicable (Former name or former address, if changed	l since last report.)	
Check the appropriate box below if the Forn the registrant under any of the following pro	•	to simultaneously satisfy the filing obligation of
	12 under the Exchange A suant to Rule 14d-2(b) u	·

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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On August 4, 2016, the Company's Board of Directors elected Jay L. Henderson as a director to serve until the May 2017 Annual Meeting and determined him to be independent. Mr. Henderson, age 60, retired as Vice Chairman, Client Service of PricewaterhouseCoopers LLP ("PwC") in June 2016, having served in that capacity since 2007. Previously, he served as PwC's Greater Chicago Market Managing Partner from 2003 to 2013 and Managing Partner of the Cleveland Office from 1993 to 2002. He is also a director of Northern Trust Corporation and has been nominated to stand for election as a director of The J.M. Smucker Company at the company's annual meeting of shareholders on August 17, 2016. Mr. Henderson has been appointed to the Audit and Corporate Governance & Nominating Committees of the Company.

Mr. Henderson will participate in the standard non-employee director compensation arrangements described in the Company's 2016 proxy statement.

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### **SIGNATURES**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

### ILLINOIS TOOL WORKS INC.

Dated: August 4, 2016 By: /s/ E. Scott Santi

E. Scott Santi

Chairman and Chief Executive Officer