## Edgar Filing: HALL WILLIAM K - Form 4

HALL WILL	JAM K											
Form 4												
April 26, 201	2											
									OMB APPROVAL			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check this				U /				Expires:	January 31,			
if no long subject to	F CHAN	GES IN B	<b>NERSHIP OF</b>		2005							
	Section 16. SECURITIES						Estimated a burden hou					
Form 4 or								response				
Form 5	Filed pur	suant to S	Section 16	b(a) of the	Securitie	es Exchang	ge Act of 1934,					
obligation may conti							f 1935 or Sectio	n				
See Instru		30(h)	of the Inv	vestment C	ompany	Act of 19	40					
1(b).												
(Print or Type R	esponses)											
1. Name and Address of Reporting Person <sup>*</sup> _ 2. Issuer Name <b>and</b> Ticker or Tradi					rading	5. Relationship of Reporting Person(s) to						
HALL WILI	Symbol				Issuer							
			GRAIN	GER W W	INC [G	WW]	(Che)	ck all applicable	<b>a</b> )			
(Last) (First) (Middle) 3			3. Date of	Earliest Tran	saction		(Check an applicable)					
100 GRAINGER PARKWAY			(Month/Day/Year)				X Director 10% Owner					
			04/25/20	)12			Officer (give title Other (specify below)					
	(Street)		4. If Amer	ndment, Date	Original		6. Individual or J	oint/Group Filin	ng(Check			
			Filed(Mon	th/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person					
		201						One Reporting Po More than One Ro				
LAKE FURI	EST, IL 60045-5	201					Person					
(City)	(State)	(Zip)	Table	e I - Non-Dei	rivative S	ecurities Ac	quired, Disposed o	f, or Beneficia	lly Owned			
1.Title of	2. Transaction Dat			3. 4. Securities			5. Amount of	6. Ownership				
Security	(Month/Day/Year)		on Date, if TransactionAcquired (A) or Code Disposed of (D)				Securities Beneficially	Form: Direct (D) or	Indirect Beneficial			
(Instr. 3)		any (Month/	Day/Year)		(Instr. 3, 4		Owned	Indirect (I)	Ownership			
		<b>X</b>			(		Following	(Instr. 4)	(Instr. 4)			
						(A)	Reported					
						or	Transaction(s) (Instr. 3 and 4)					
				Code V	Amount	(D) Price	(msu. 5 and +)					
Common							3,000	D				
Stock												

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

## Edgar Filing: HALL WILLIAM K - 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. Transac Code (Instr. 8	etio 3)	5. Numb nof Deriv Securitie Acquired (A) or Disposed (D) (Instr. 3, and 5)	ative es d d of	6. Date Exer Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price Deriva Securit (Instr.
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units	<u>(1)</u>	04/25/2012		А		1,137		(2)	(2)	Common Stock	1,137	\$ 204

## **Reporting Owners**

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
HALL WILLIAM K 100 GRAINGER PARKWAY LAKE FOREST, IL 60045-5201	Х			
Signatures				
Aimee M. Nolan, as attorney-in-fact	04	4/26/2012		
**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) 1-for-1
- (2) The stock units are expected to settle in shares of common stock on a one-for-one basis following termination of service as a director.

The stock units are expected to settle in shares of common stock on a one-for-one basis following termination of service as a director.

(3) (The total includes 14,044 units previously reported as being settled for cash but the terms of which were amended on April 25, 2012 to provide for settlement in shares.)

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.