## Edgar Filing: GRAINGER W W INC - Form 4

GRAINGER W W INC						
Form 4						
June 04, 2013						
FORM 4 UNITED STATE	ES SECURITIES A Washington,		COMMISSION	OMB AI OMB Number:	9PROVAL 3235-0287	
Check this box if no longer subject to Section 16. Form 4 or	OF CHANGES IN I SECUR	BENEFICIAL OW	NERSHIP OF	Expires: January 3 200 Estimated average burden hours per response 0		
$\frac{\text{obligations}}{\text{may continue}}$ Section 17(a) of the	o Section 16(a) of the e Public Utility Hold h) of the Investment	ling Company Act o	of 1935 or Section			
(Print or Type Responses)						
1. Name and Address of Reporting Person <u>*</u> ROBERTS MICHAEL JAMES	2. Issuer Name <b>and</b> Symbol GRAINGER W V	C C	5. Relationship of Issuer			
(Last) (First) (Middle)	3. Date of Earliest Tra		(Chec	k all applicable	e)	
100 GRAINGER PARKWAY	(Month/Day/Year) 06/01/2013		X Director Officer (give below)		o Owner er (specify	
(Street)	4. If Amendment, Dat Filed(Month/Day/Year)	-	<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>			
LAKE FOREST, IL 60045-5201			Form filed by M Person	Iore than One Re	eporting	
(City) (State) (Zip)	Table I - Non-D	erivative Securities Ac	quired, Disposed of	, or Beneficial	lly Owned	
(Instr. 3) any (Mon	Deemed 3. ution Date, if Transaction Code th/Day/Year) (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock			1,000	D		

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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transac Code (Instr. 8	ctio 8)	5. 6. Date Exercisable and tionNumber Expiration Date of (Month/Day/Year) ) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units	<u>(1)</u>	06/01/2013	А		51		(2)	(2)	Common Stock	51	\$ 257.44

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
ROBERTS MICHAEL JAMES 100 GRAINGER PARKWAY LAKE FOREST, IL 60045-5201	Х							
Signatures								
David L. Rawlinson, as attorney-in-fact	06/03/2013							
<u>**</u> Signature of Reporting Person		Date						
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## **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.

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.