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About EthicsPoint

What is EthicsPoint?

EthicsPoint is a comprehensive and confidential reporting tool that ITW has selected to host the ITW Confidential Helpline. Historically, individuals were encouraged to report concerns and violations of ITW's Statement of Principles directly to ITW's General Counsel or Vice President, Audit Services. As ITW has grown, we have decided to outsource the reporting process to a third party that specializes in capturing and handling such reports for multinational companies such as ours. The ITW Confidential Helpline will also enable employees to submit questions about ethical issues before you make a decision or take action. EthicsPoint will forward reports and questions to ITW and designated ITW staff will evaluate the report and conduct the appropriate follow-up.

Reporting – General

How do I file a report or ask an ethics question?

The ITW Confidential Helpline is available 24 hours a day, 7 days a week. You may report via the Internet at www.itwhelpline.ethicspoint.com. You may also report by telephone. Telephone access numbers vary by country. You can find your local number at www.itwhelpline.ethicspoint.com, or on posters located on the employee bulletin board at your business unit. The website is available in 12 languages and the telephone system supports more than 100 languages.

Whether you use the internet or the telephone, the process is basically the same. On the internet, you type answers to a series of questions into answer boxes on the website. On the telephone, an interviewer will ask you for the same information and type your answers into the ITW Confidential Helpline website. The interviewer will then review your responses with you and when you are comfortable with the answers, will submit the report for you.

What information will I be asked to provide?

The first questions you will be asked are where you are located and where the incident you are reporting took place. This is so that we can comply with the various data privacy laws of the countries where our employees are located.

You will then be asked to identify the business unit where the incident took place. You may select "Other/don't know" if the city or business unit is not listed, or you are unsure of its location.

Next, you will be asked to identify the subject matter of your report or question from a list of issue types. If you are unsure, or the categories listed do not describe what you are trying to report or ask about, you may select the “Other” category.

Next, you will be asked to answer a series of basic questions about the situation you are reporting or asking about. These are “who, what, where and when” questions. Required questions are marked with a red asterisk. When you finish your answers, you will be asked to select a password. This password, along with the report key which will be generated once you submit your report or question, will allow you to return and add additional information or respond to investigator questions.

When you are satisfied with your answers, hit the “Submit Report” button to complete your report.

What type of situations should I report?

On a day-to-day basis, we expect that most concerns or questions can be properly handled at your local business unit by addressing them with your immediate supervisor, HR Representative, or Business Unit General Manager. We recognize, however, that there may be instances where you are not comfortable reporting the situation or asking a question to local management and in those cases the ITW Confidential Helpline will provide you with an alternative safe and confidential way to report a concern or ask a question related to the ITW Statement of Principles. We would rather you report through the Confidential Helpline than keep the information to yourself.

Does ITW management really want me to report?

We certainly do. In fact, we *need* you to report. You know what is going on in our company - both good and bad. You may have initial knowledge of an activity that may be cause for concern. Your reporting can minimize the potential negative impact on the company and our people. Also, offering positive input may help identify issues that can improve ITW’s culture and performance.

Where do these reports go? Who can access them?

Reports are entered directly on the EthicsPoint secure server to prevent any possible breach in security. EthicsPoint will forward reports and questions to ITW. Designated ITW staff will evaluate the report and conduct the appropriate investigation and follow-up in a timely and confidential manner.

How to communicate with our Directors

Stockholders and other interested parties may communicate with any of our directors, including our lead director, or with the independent directors as a group by sending an e-mail to independentdirectors@itw.com or by writing to the independent directors as a group or to any of our directors c/o Illinois Tool Works Inc., 155 Harlem Avenue, Glenview, IL 60025, Attention: Secretary, with a designation on the outside of the envelope as a “Board Communication.” Relevant communications will be forwarded by the Secretary to the appropriate directors depending on the facts and circumstances outlined in the communication.

Reporting Security & Confidentiality

Can I send a report anonymously?

Yes, you may. We would rather have you report anonymously than keep information about a possible ethics violation to yourself. However, we **encourage you to identify yourself** because it facilitates our ability to investigate the facts timely and take appropriate action.

Can ITW or EthicsPoint identify me through my computer?

EthicsPoint does not generate or maintain any internal connection logs with IP addresses, so no information identifying you or your computer is available to EthicsPoint or ITW.

If you feel uncomfortable making a report on your work PC, you may use a non-work computer (such as one located at an Internet café, at your home, at a friend's house, etc.) to access the ITW Confidential Helpline's secure website. Whatever computer you use, rest assured that you will remain anonymous unless you choose to identify yourself. Keep in mind that if you wish to remain anonymous, you - as a reporting party - need to ensure that the body of the report does not reveal your identity by accident. For example, "From my cubicle next to Jan Smith..." or "In my 33 years..."

Tips & Best Practices

I am not sure if what I have observed or heard is a violation of the Statement of Principles, but it just does not look right to me. What should I do?

If you are not sure, you can use the ITW Confidential Helpline to ask a question. We would rather you ask a question, or report a situation that turns out to be harmless than let possible unethical behavior go unchecked because you were not sure. ITW will not allow or pursue retaliation of any kind against any individual who reports in good faith a violation or ethics concern. ITW will not tolerate an individual being threatened (either overtly or impliedly) or adversely affected by retaliation or retribution, because he or she raised a concern or complaint, participated in an investigation into a complaint or refused to engage in unethical behavior. Please keep in mind that the information you supply about yourself, your colleagues, or any aspect of ITW's operations may result in decisions that affect others. We therefore ask you to provide only information that, to the best of your knowledge, is correct. Deliberately making false reports will be considered misconduct and may result in disciplinary action, up to and including termination of employment.

What if I remember something important about the incident after I file the report? Or what if ITW has further questions for me concerning my report?

When you file a report through the ITW Confidential Helpline, either through the website or by phone, you have the option to provide a telephone number or e-mail where we may contact you for more information. Your report will also be assigned a unique report key and you will be asked to choose a password. With this report key and password, you can return to the ITW Confidential Helpline again (either through the internet or by phone) to access your original report and add more detail. If you submitted an anonymous report, ITW will post any follow up questions to you on your original report.

We therefore encourage you to return to your initial report after several days to answer any questions posted there.

What if I lose my report key or password?

The report key and password are confidential and known only to you. They cannot be retrieved for you by either ITW or EthicsPoint. If you lose either of these numbers and wish to supplement your report, you will need to file a new report.