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Reporting – General

How do I report an ethics concern?

It is important to promptly report any situation which may violate the law or ITW policy – whether you are involved in the situation or not. It is generally advised that you first report a suspected violation to your supervisor or a member of your local management team. If you are not comfortable speaking to someone locally, or if their response does not address your concerns, you may contact your Division or Platform leaders, your Human Resources representative, the Audit or Legal Departments, or the Confidential Helpline.

You may also mail a letter to Illinois Tool Works Inc., 155 Harlem Avenue, Glenview, IL 60025, Attention: Legal Dept., with a designation on the outside of the envelope as an “Ethics Report.”

We encourage you to provide full information and your name in order to help us conduct a thorough investigation.

What is the ITW Confidential Helpline?

The Helpline is an online portal for reporting ethical concerns, including potential violations of ITW’s Statement of Principles of Conduct. The Helpline is available 24 hours a day, 7 days a week. NAVEX Global is a leading provider of hotlines worldwide and manages the ITW Confidential Helpline to ensure independence and objectivity.

Calls or web-based reports are confidential and may be made anonymously. Web-based reports may be made in 16 languages and calls are supported in more than 100 languages. NAVEX Global relays the information to ITW and designated ITW staff will evaluate the report and conduct the appropriate follow-up.

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, your Human Resources Representative, or a member of your local management team. The ITW Helpline is designed to address the following:

- ❖ Potential violations of ITW’s Principles of Conduct
- ❖ Potential violations of the law
- ❖ Potential violations of ITW policy.

Reports that do not fall under these categories may be referred to other internal resources, such as Human Resources, to handle.

Should I be concerned that filing a report might have negative consequences for me?

No. Retaliation in any form against anyone who reports, in good faith, concerns or possible violations of the law or ITW’s Statement of Principles, even if the report is mistaken, or who assists in an



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investigation, is absolutely prohibited. If you have any concerns that you have been retaliated against, immediately contact your Human Resources representative.

What happens once I file a report?

Reports are referred to Human Resources, Audit or Legal Departments depending upon the nature and subject matter of the complaint, potential legal implications, or the individual(s) involved.

Management, in consultation with Human Resources and/or the Legal department, will take appropriate corrective action, up to and including termination of employment, in connection with a violation of the Statement of Principles.

Where do these reports go? Who can access them?

Reports are entered directly on the NAVEX Global secure server to prevent any possible breach in security. NAVEX Global makes these reports available only to specific individuals within ITW who are charged with evaluating the report and ensuring a proper investigation is performed in a professional and confidential manner.

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. 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.

How much information should I provide?

We strongly encourage you to provide as much detail and information regarding the issue as possible. Our investigators rely on detailed and accurate reports in order to conduct an investigation. Failure to provide enough information may lead to your report being deemed not actionable due to insufficient information. An example of a report that might be deemed not actionable is one that is anonymous, provides a very generalized claim without last names of the individuals involved, or fails to specify the dates that the conduct occurred.

Why do we need a system like the ITW Confidential Helpline?

- Since 1912, ITW has built a reputation of honesty, integrity and fairness by conducting our business according to the highest ethical standards. Individuals who make us aware of possible violations of our Statement of Principles, applicable laws or our policies play a critical role in helping us to maintain our high ethical standards.



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- Companies like ours, that are publicly traded in the U.S., are required by law to have an anonymous reporting vehicle to address accounting and auditing fraud directly to the Audit Committee of the Board.
- An effective reporting system will augment our other efforts to foster a culture of integrity, respect and ethical decision-making.

Does ITW management really want me to report?

We certainly do. In fact, we *need* you to report. 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.

Is there a way 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.

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 provide your name** in order to help us conduct a thorough investigation. We may not be able to investigate some matters, such as allegations of sexual harassment, without such information. Please be aware that your ability to make an anonymous report may be limited in certain countries due to local laws.

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..."

Can ITW or NAVEX Global identify me through my computer?

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

If you feel uncomfortable making a report on your work computer, 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.



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. Retaliation in any form against anyone who reports in good faith is absolutely prohibited.

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 NAVEX Global. If you lose either of these numbers and wish to supplement your report, you will need to file a new report.