
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 Reported): March 17, 2008

ILLINOIS TOOL WORKS INC.

(Exact name of registrant as specified in its charter)

| | | |
|--|--|---|
| <u>Delaware</u> (State or other jurisdiction of incorporation) | <u>1-4797</u> (Commission File No.) | <u>36-1258310</u> (I.R.S. Employer Identification No.) |
| <u>3600 West Lake Avenue, Glenview, IL</u> (Address of principal executive offices) | | <u>60026-1215</u> (Zip Code) |

Registrant's telephone number, including area code: 847-724-7500

Not Applicable
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- | | |
|--------------------------|--|
| <input type="checkbox"/> | Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425) |
| <input type="checkbox"/> | Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12) |
| <input type="checkbox"/> | Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)) |
| <input type="checkbox"/> | Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)) |

Item 8.01. Other Events

On March 17, 2008, Illinois Tool Works Inc. (the “Company”) announced its operating revenue for three months ended February 29, 2008 and lowered forecasts for the 2008 first quarter and full-year earnings estimates in the press release furnished as Exhibit 99.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

| <u>Exhibit Number</u> | <u>Exhibit Description</u> |
|-----------------------|--|
| 99 | Press Release issued by Illinois Tool Works Inc. dated March 17, 2008 (furnished pursuant to Item 8.01). |

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: March 17, 2008

By: /s/ Ronald D. Kropp
Ronald D. Kropp
Senior Vice President and Chief Financial Officer
(Principal Accounting Officer)