

ILLINOIS TOOL WORKS INC
 Form 4
 March 18, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 SMITH HAROLD B

(Last) (First) (Middle)

C/O ILLINOIS TOOL WORKS
 INC, 3600 WEST LAKE AVENUE

(Street)

GLENVIEW, IL 60025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 ILLINOIS TOOL WORKS INC
 [ITW]

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/18/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount or Price					
Common Stock	03/18/2005		S		200	D	\$ 93.1	8,889,409	I	See Footnotes (1) (2) (3)
Common Stock	03/18/2005		S		600	D	\$ 93.12	8,888,809	I	See Footnotes (1) (2) (3)
Common Stock	03/18/2005		S		200	D	\$ 93.13	8,888,609	I	See Footnotes (1) (2) (3)
Common	03/18/2005		S		100	D	\$	8,888,509	I	See

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Stock						93.14			Footnotes (1) (2) (3)
Common Stock	03/18/2005		S	15,300	D	\$ 93.15	8,873,209	I	See Footnotes (1) (2) (3)
Common Stock	03/18/2005		S	1,400	D	\$ 93.16	8,871,809	I	See Footnotes (1) (2) (3)
Common Stock	03/18/2005		S	6,100	D	\$ 93.17	8,865,709	I	See Footnotes (1) (2) (3)
Common Stock	03/18/2005		S	2,600	D	\$ 93.19	8,863,109	I	See Footnotes (1) (2) (3)
Common Stock	03/18/2005		S	100	D	\$ 93.24	8,863,009	I	See Footnotes (1) (2) (3)
Common Stock	03/18/2005		S	3,400	D	\$ 93.25	8,859,609	I	See Footnotes (1) (2) (3)
Common Stock ⁽⁴⁾	08/08/1998		A	0	A	\$ 0	900	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.

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(9-02)

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

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH HAROLD B C/O ILLINOIS TOOL WORKS INC 3600 WEST LAKE AVENUE GLENVIEW, IL 60025	X			

Signatures

Harold B. Smith by S. S. Hudnut, Sr. V.P., Gen. Counsel & Secretary Attorney-In-Fact POA
on File

03/18/2005

**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) 469,602 shares held in a revocable trust created by me.
 - (2) 8,059,427 shares held in a trust of which I am a co-trustee and have a direct beneficial interest.
 - (3) 330,580 shares held in a trust of which I am a co-trustee and have a contingent beneficial interest.
 - (4) Grant of 900 shares of Restricted Stock 2/11/04 vesting as follows: 450 shares 1/3/2005 and 450 shares 1/2/2006.

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. breach of any covenant or warranty contained in the First Mortgage Indenture, subject to a 90 day cure period after written notice of default has been delivered and certain events relating to reorganization, bankruptcy and insolvency of TNMP. If an "Event of Default" (as defined in the First Mortgage Indenture) occurs and is continuing, the Trustee or the holders of not less than 33% in principal amount of the Securities then outstanding may declare the principal amount of all Securities then outstanding to be immediately due and payable.

In addition, the Sixth Supplemental Indenture contains bond repurchase events (subject to a 15 day cure period), including, without limitation: actions by TNMP or any Controlled Entity (as defined in the Sixth Supplemental Indenture) which subject a Bond holder to terrorism sanctions regulations; the sale or lease of TNMP's assets in excess of specified thresholds during any calendar year; defaults in respect of obligations relating to certain debt; failure to deliver to each institutional investor Bond holder certain financial and business information related to TNMP and material misrepresentations of any representation or warranty contained in the Sixth Supplemental Indenture. If a "Bond Repurchase Event" (as defined in the Sixth Supplemental Indenture) occurs and is continuing, TNMP must repurchase the Bonds for a purchase price equal to the aggregate principal amount of the Bonds then outstanding, plus all accrued and unpaid interest thereon and a make-whole amount determined for the Bond Repurchase Event date with respect to such principal amount.

The above description of the Indenture does not purport to be a complete statement of the parties' rights and obligations thereunder. Such description is qualified in its entirety by reference to the Sixth Supplemental Indenture, a copy of which is attached to this Current Report on Form 8-K as Exhibit 4.1, and the First Mortgage Indenture, filed with the Company's Current Report on Form 8-K filed March 27, 2009 as Exhibit 4.1, each of which is incorporated herein by reference.

The Bonds are not registered under the Securities Act and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements and applicable state laws. This Current Report on Form 8-K does not

constitute an offer to sell nor a solicitation of an offer to purchase the Bonds or any other securities, and shall not constitute an offer, solicitation or sale in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful.

Item 2.03. Creation of a Direct Financial Obligation or an Obligation Under an Off-Balance Sheet Arrangement of a Registrant

The information set forth above under Item 1.01 of this Current Report on Form 8-K is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
4.1	Sixth Supplemental Indenture, dated as of June 27, 2014, between Texas-New Mexico Power Company and Union Bank, N.A., as Trustee

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned thereunto duly authorized.

PNM RESOURCES, INC.
TEXAS-NEW MEXICO POWER COMPANY

(Registrants)

Date: June 27, 2014

/s/ Thomas G. Sategna
Thomas G. Sategna
Vice President and Corporate Controller
(Officer duly authorized to sign this report)