

PRINCIPLES OF CONDUCT CERTIFICATION

These principles apply to all KESTER operations, divisions and subsidiaries.

Every KESTER employee and director is expected to behave in accordance with these principles. Violation may result in disciplinary action, including termination of employment.

PRINCIPLE 1: Avoid all conflicts of interest

KESTER's employees and directors must avoid engaging in any activity that might create a conflict of interest or create a perception of a conflict of interest. A conflict of interest occurs when an employee or director is, for any reason, in a position that his or her conduct could be (or appear to be) influenced by some factor other than concern solely for the best interests of KESTER. Such factors include receiving gifts of more than a minimal value from someone working for a supplier, customer or competitor, or having a significant financial or other interest in any of those other businesses by either the employee or director or a member of his or her family. An investment of under 1% of the outstanding securities of a public company, however, is not considered a conflict of interest. In case of doubt, ask. (See implementation section below.)

PRINCIPLE 2: Protect and properly use KESTER's assets

Employees and directors should protect KESTER's assets and ensure their efficient use. All KESTER assets should be used for legitimate business purposes.

PRINCIPLE 3: Make no improper payments or gifts

Improper payments include anything of more than a minimal value given to any person, firm or organization, whether associated with a customer, supplier, competitor, government or otherwise, to obtain improper preferential treatment for either KESTER or the employee or director. Examples include bribes, payoffs, kickbacks, and payments for goods or services that either are not received or are at a greater price than is reasonably necessary.

PRINCIPLE 4: Do not use KESTER assets or funds for political contributions

The legal restrictions governing contributions to candidates for public office and causes differ around the world. In the United States and some other countries, employees and directors may make personal donations, but they cannot receive any type of reimbursement from KESTER. In jurisdictions where corporate giving to political candidates or causes is permitted, contributions on behalf of KESTER must be made only by the KESTER political action committees.

PRINCIPLE 5: Do not use corporate opportunities for personal benefit

Employees and directors are prohibited from taking for themselves personally opportunities that properly belong to KESTER or are discovered through the use of corporate property, information or position; using corporate property, information or position for personal gain; and competing with KESTER. Employees and directors owe a duty to KESTER to advance KESTER's legitimate interests when the opportunity to do so arises.

PRINCIPLE 6: Comply with all applicable laws

It is KESTER's policy to comply with all applicable laws, rules and regulations. KESTER exists in a complex maze of local, national and international laws. Violations of these laws can be extremely costly to KESTER and subject the company or the employee or director to criminal or civil penalties. You are required to familiarize yourself with all of the laws and regulations that apply in the areas of your responsibilities. For example, if you work in a country outside of the United States, you should be familiar with the laws of that country. Certain laws demand the special attention of all employees and directors. These include:

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- ENVIRONMENTAL, HEALTH AND SAFETY LAWS - These laws specify standards and procedures that should be followed to protect the well-being of employees and the public. For example, if you work in an area where toxic materials are handled, you should be familiar with applicable environmental regulations, as well as with KESTER's written internal procedures.
- SECURITIES LAWS - These laws require that accurate information be given to the public and prohibit employees and directors from misusing information that is not available to the public. It is a violation of both criminal and civil laws for any employee or director to engage in any securities trading while in possession of material "inside information." All such information should be kept strictly confidential.
- EMPLOYMENT LAWS - KESTER is committed to equal employment opportunity and fair treatment for employees commencing with hiring and continuing through all aspects of the employment relationship. KESTER will not discriminate in any employment decision because of race, creed, color, national origin, gender, age, disability, sexual orientation, or against veterans of the Vietnam era. KESTER prohibits the unlawful harassment of its employees and recognizes employee freedom of association and the right to bargain collectively, or to refrain from such. In addition, globally, our operations will comply with national employment standards where they do business, including complying with all applicable minimum age requirements for employment; prohibiting pregnancy testing as a condition of employment; prohibiting the use of involuntary labor; and providing compensation at least equal to the legal minimum wage. Nor will KESTER knowingly do business with suppliers who violate applicable minimum age requirements.
- ANTITRUST LAWS - Although this is a complex area, as a general rule, most forms of agreement or understanding with competitors, as well as various types of price discrimination between competing customers, are unlawful. If your activities cause you to confront these issues, you must familiarize yourself with the antitrust laws, and you should seek guidance on such issues from management and from the KESTER / ITW Legal Department.
- INTERNATIONAL ACTIVITIES LAWS - If you are involved in international trade, you should be familiar with a range of export-import controls, customs duties, child labor laws, and the Anti-Boycott and Foreign Corrupt Practices Acts.
- SOFTWARE LICENSING AND COPYRIGHT LAWS - These laws and KESTER prohibit the copying of licensed software packages, except for backup and archival purposes, without the specific authorization of the product's developer. Virtually every aspect of our business requires knowledge of some particular area of law, and the extent of knowledge needed by an employee or director will vary greatly from individual to individual. Guidance and advice should be sought from management or from the KESTER / ITW Legal Department Legal or Patent Legal Departments. (See implementation section below.)

PRINCIPLE 7: Be fair to KESTER and to KESTER 's employees, customers, suppliers and competitors

Each employee and director is expected to deal fairly with KESTER 's customers, suppliers, competitors, and employees. No one should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing.

Fairness to the company means not only avoiding any misuse of KESTER funds or other property, but includes identifying misuse or waste by others, avoiding abuse of the Internet, creating and maintaining completely accurate financial books and records, safeguarding all types of information about KESTER, complying with internal controls and procedures, providing prompt and accurate answers to inquiries by persons responsible for preparing our public disclosure documents and avoiding conduct that interferes with your functioning in your

position to the best of your ability. Fairness to others involves respect for their property, their self-esteem and their contributions to the overall success of KESTER.

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PRINCIPLE 8: Maintain confidentiality

Employees and directors must maintain the confidentiality of confidential or proprietary information, including trade secrets, entrusted to them by KESTER or its suppliers or customers, except when disclosure is specifically authorized by the KESTER / ITW Legal Department or required by laws, regulations or legal proceedings. Confidential information includes all non-public information that might be of use to competitors of KESTER or harmful to KESTER or its customers if disclosed.

IMPLEMENTATION

Any question you may have regarding the KESTER Principles of Conduct should be brought to the attention of your manager or the KESTER / ITW Legal Department.

If you become aware of any proposed or actual transaction or situation that you believe may be in conflict with KESTER's Principles of Conduct, tell your supervisor immediately. If the matter is addressed and you are satisfied that there was no violation of the KESTER Principles of Conduct, you need not report it. There will be no retaliation against anyone who complains or provides information in good faith. If you need additional help in resolving a conflict, please call James H. Wooten, Jr., ITW General Counsel, at (847) 657-4206. To the greatest extent practicable, inquiries to Mr. Wooten will be handled confidentially.

If you have concerns or complaints regarding questionable accounting or auditing matters of KESTER, you are encouraged to speak with your manager or submit your concerns to James H. Wooten, Jr., ITW General Counsel, by phone at (847) 657-4206 or by mail at Illinois Tool Works Inc., 3600 West Lake Avenue, Glenview, Illinois 60026-1215. You may submit such concerns anonymously if you prefer. Subject to duties arising under applicable law, regulations and legal proceedings, all such submissions will be treated as confidential. Waivers of KESTER's Principles of Conduct for executive officers or directors may only be made by KESTER's Board of Directors or by a board committee and must promptly be disclosed to shareholders.

Code of Ethics Department
Illinois Tool Works Inc.
3600 West Lake Avenue
Glenview, Illinois 60026-1215

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Employee Certification

This is to certify that I have received and read the KESTER / Illinois Tool Works Inc. Statement of Principles of Conduct, and that to the best of my knowledge, I am unaware of any possible violation of those principles either by me or any other employee or director of KESTER / Illinois Tool Works Inc., its operating units or subsidiaries, since the date of the previous Statement that I may have furnished to you, other than as explained below or on an attachment to this letter. I further agree to comply with those principles in the future and to report promptly any questions or concerns that I may have as explained in the implementation portion of the Statement.

Date: _____ Signature: _____

Name (Please print): _____

Business Unit: _____

Location: _____

Explain possible violations: _____

SUPPLIERS AND SERVICE PROVIDERS Certification

We have received and read the KESTER / Illinois Tool Works Inc., Statement of Principles of Conduct. We agree to comply with the KESTER / ITW Statement of Principles of Conduct, to ensure our employees understand and comply with the Principles and to use our best efforts to ensure our suppliers adhere to the Principles as well.

Date:

Signature:

Name (please print):

Company Name:

Address: