

UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: Jon Leibowitz, Chairman  
J. Thomas Rosch  
Edith Ramirez  
Julie Brill



\_\_\_\_\_)  
In the Matter of )  
)  
GRACO INC. )  
a corporation, )  
) Docket No. 9350  
ILLINOIS TOOL WORKS INC. )  
a corporation, ) PUBLIC  
)  
and )  
)  
ITW FINISHING LLC )  
a limited liability company. )  
\_\_\_\_\_)

**RESPONDENT GRACO INC.'S INITIAL DISCLOSURES**

Pursuant the Federal Trade Commission's Rules of Practice, 16 C.F.R. § 3.31,  
Respondent Graco Inc. ("Graco"), by and through counsel, makes the following Initial  
Disclosures:

**PRELIMINARY STATEMENT**

These Initial Disclosures are based on information reasonably available to Graco at this  
time. Discovery and investigation in this case has just commenced. Graco reserves the right to  
make supplemental and subsequent disclosures as information becomes available in the course of  
its investigation and discovery. Graco does not waive any evidentiary objections based upon  
relevance, materiality, competence, privilege, immunity from disclosure, trade secret, or any

other grounds. All of the disclosures set forth below are made subject to the above limitations and qualifications.

**INITIAL DISCLOSURES**

**§ 3.31(b)(1) The name and, if known, the address and telephone number of each individual likely to have discoverable information relevant to the allegations of the Commission's complaint, to the proposed relief, or to the defenses of the respondent, as set forth in §3.31(c)(1); and**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Subjects of Information</b>
<b>Caroline Chambers</b>	May be contacted through undersigned counsel for Graco	Distributor pricing and accounting practices.
<b>Mark Eberlein</b>	May be contacted through undersigned counsel for Graco	Liquid finishing product lines and manufacturing; finishing competitors, and potential competitors; the decision to pursue the acquisition of ITW's finishing business; sales and marketing of liquid finishing products; and competitive analysis of relevant products.
<b>Mark Hammer</b>	Spray Equipment & Service Center, Inc. 311 Pattie, Wichita, KS 67211 (316) 264-4349	Knowledge of industrial finishing products and distribution.
<b>Chad Hellwig</b>	May be contacted through undersigned counsel for Graco	Marketing practices and competitive analysis of relevant products.
<b>Mark Jennen</b>	May be contacted through undersigned counsel for Graco	Engineering and product development for Industrial Products Division products.
<b>Bob Lind</b>	May be contacted through undersigned counsel for Graco	Engineering and product development for Industrial Products Division products.
<b>Pat McHale</b>	May be contacted through undersigned counsel for Graco	Overall management and operations of Graco Inc.; the decision to pursue the acquisition of ITW's finishing business; competition in, and the sales and marketing of, liquid finishing products.

<b>Paul Peterson</b>	May be contacted through undersigned counsel for Graco	Distributor relationships for the Industrial Products Division and competition.
<b>Jerry Powaser</b>	May be contacted through undersigned counsel for Graco	Competition in, and sales and marketing of, liquid finishing products.
<b>Charles Rescorla</b>	May be contacted through undersigned counsel for Graco	Liquid finishing product lines and manufacturing.
<b>Michelle Striggow</b>	May be contacted through undersigned counsel for Graco	Marketing practices and competitive analysis of relevant products.

In addition to the above-listed individuals, Graco reserves the right to rely upon the testimony of additional witnesses as may be identified in the course of further discovery and investigation, including but not limited to persons disclosed by the FTC.

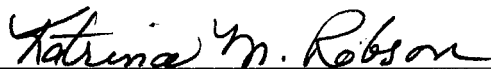
**§ 3.31(b)(2) A copy of, or a description by category and location of, all documents and electronically stored information including declarations, transcripts of investigational hearings and depositions, and tangible things in the possession, custody, or control of the Commission or respondent(s) that are relevant to the allegations of the Commission's complaint, to the proposed relief, or to the defenses of the respondent, as set forth in §3.31(c)(1); unless such information or materials are subject to the limitations in §3.31(c)(2), privileged as defined in §3.31(c)(4), pertain to hearing preparation as defined in §3.31(c)(5), pertain to experts as defined in §3.31A, or are obtainable from some other source that is more convenient, less burdensome, or less expensive. A party shall make its disclosures based on the information then reasonably available to it and is not excused from making its disclosures because it has not fully completed its investigation.**

1. Third-party documents and other documents produced by the FTC.
2. Documents submitted to the FTC by Graco in connection with Graco's filing regarding the proposed acquisition of the finishing business of ITW pursuant to the Hart Scott Rodino Antitrust Improvements Act ("HSR") and the FTC's request for additional information thereto.
3. Documents currently sought by subpoena to third parties by Graco, ITW, or the FTC.

All Graco documents in the above-listed categories are located and maintained at Graco's headquarters, 88 11th Avenue NE, Minneapolis, Minnesota 55413. All third-party documents are maintained by or through Graco's undersigned outside counsel.

Respectfully submitted,

Dated: Jan. 9, 2012



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Attorneys for Graco Inc.

CERTIFICATE OF SERVICE

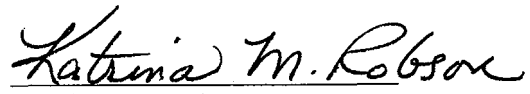
I hereby certify that on January 9, 2012, I caused to be filed an original and one paper copy of the foregoing Initial Disclosures with the Office of the Secretary of the Federal Trade Commission at the following address:

Donald S. Clark  
Secretary of the Commission  
Federal Trade Commission  
600 Pennsylvania Avenue, NW  
Room H-126  
Washington, DC 20580

I also emailed a copy of the foregoing to secretary@ftc.gov, caused a copy to be filed via ECF, and caused a paper copy to be personally served on the following:

The Honorable D. Michael Chappell  
Chief Administrative Law Judge  
Federal Trade Commission  
Office of Administrative Law Judges  
600 Pennsylvania Avenue, NW  
Room H-106  
Washington, DC 20580

I further certify that on January 9, 2012, I have caused the foregoing Initial Disclosures to be served by email upon Phillip Broyles (pbroyles@ftc.gov), Peter Richman (prichman@ftc.gov), Mark Schneider (mschneider@ftc.gov), and Amanda Hamilton (ahamilton1@ftc.gov) of the Federal Trade Commission; and upon J. Robert Robertson (robby.robertson@hoganlovells.com) and Logan Breed (logan.breed@hoganlovells.com), counsel for Illinois Tool Works Inc. and Illinois Tool Works Finishing LLC.



Katrina M. Robson