

GRAINGER W W INC
Form S-8 POS
April 27, 2005

As filed with the Securities and Exchange Commission on April 27, 2005

File No. 333-

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8
REGISTRATION STATEMENT
Under
THE SECURITIES ACT OF 1933

W.W. GRAINGER, INC.
(Exact Name of Registrant as Specified in its Charter)

Illinois
(State or Other Jurisdiction)
of Incorporation or Organization

36-1150280
(I.R.S. Employer Identification No.)

100 Grainger Parkway
Lake Forest, Illinois
(Address of Principal Executive Offices)

60045-5201
(Zip Code)

W.W. Grainger, Inc.
2005 Incentive Plan
(Full Title of the Plan)

John L. Howard
General Counsel
W.W. Grainger, Inc.
100 Grainger Parkway
Lake Forest, Illinois 60045-5201
(Name and Address of Agent For Service)

(847) 535-1000
(Telephone Number, Including Area Code, of Agent For Service)

EXPLANATORY NOTE

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Brian P. Anderson
Director

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James D. Slavik
Director

*

Wilbur H. Gantz
Director

*By: /s/ John L.Howard
John L. Howard
Attorney-in-Fact