

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

## 144: Filer Information

Filer CIK 0001565730  
Filer CCC XXXXXXXXX  
Is this a LIVE or TEST Filing? ☒ LIVE ☐ TEST

### Submission Contact Information

Name  
Phone  
E-Mail Address

## 144: Issuer Information

Name of Issuer GRACO INC  
SEC File Number 001-09249  
Address of Issuer 88 11TH AVENUE NE  
MINNEAPOLIS  
MINNESOTA  
55413-1894  
Phone 6126236000  
Name of Person for Whose Account the Securities are To Be Sold O'Shea Peter J  
See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.  
Relationship to Issuer Officer  
Relationship to Issuer President, WW LED, Pres SCA

## 144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common Stock	Georgeson Securities Corp 144 Fernwood Ave Edison NJ 08837	17000	1428000.00	168340317	06/14/2023	NYSE

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

## 144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition	Name of Person from	Is this	Date Donor	Amount of Securities	Date of Payment	Nature of Payment *
--------------------	-------------------	-----------------------	---------------------	---------	------------	----------------------	-----------------	---------------------

	Transaction	Whom Acquired	a Gift?	Acquired	Acquired
Common Class	06/14/2023 Options Exercise & Sale	GRACO INC.	<input type="checkbox"/>	17000	06/14/2023 Cash

\* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

## 144: Securities Sold During The Past 3 Months

Nothing to Report ☒

## 144: Remarks and Signature

Remarks

Date of Notice 06/14/2023

**ATTENTION:**

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature Conformed Signature On File

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**