

SNAP-ON Inc
Form 4
April 25, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
MORENO JEANNE M

(Last) (First) (Middle)
**SNAP-ON INCORPORATED, 2801
80TH STREET**

(Street)

KENOSHA, WI 53143

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SNAP-ON Inc [SNA]

3. Date of Earliest Transaction
(Month/Day/Year)
04/24/2017

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)
VP & Chief Information Officer

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	(D)	Price
Common Stock	04/24/2017		M		2,300	A	\$ 109.43
Common Stock	04/24/2017		M		4,500	A	\$ 144.69
Common Stock	04/24/2017		M		4,500	A	\$ 138.03
Common Stock	04/24/2017		S		7,591	D	\$ 175.9921
Common Stock	04/24/2017		S		2,961	D	\$ 177.1438

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					<u>(2)</u>		
					\$		
Common Stock	04/24/2017		S	1,907	D	177.7905	7,027.077 D
						<u>(3)</u>	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 109.43	04/24/2017		M	2,300	<u>(4)</u> 02/13/2024	Common Stock	2,300
Stock Option (Right to Buy)	\$ 144.69	04/24/2017		M	4,500	02/12/2016 ⁽⁶⁾ 02/12/2025	Common Stock	4,500
Stock Option (Right to Buy)	\$ 138.03	04/24/2017		M	4,500	02/11/2017 ⁽⁶⁾ 02/11/2026	Common Stock	4,500
Stock Option (Right to Buy)	\$ 168.7					02/09/2018 ⁽⁶⁾ 02/09/2027	Common Stock	13,000
Restricted Stock Units	<u>(7)</u>					<u>(8)</u> <u>(8)</u>	Common Stock	1,700
Restricted Stock Units	<u>(7)</u>					<u>(9)</u> <u>(9)</u>	Common Stock	1,100
Restricted Stock Units	<u>(7)</u>					<u>(10)</u> <u>(10)</u>	Common Stock	900
Performance Units	<u>(7)</u>					<u>(11)</u> <u>(11)</u>	Common Stock	1,200

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- (13) If the Company achieves certain goals over the 2017-2019 period, the performance units will vest and stock will be awarded. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported, subject to plan limits.

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