

SNAP-ON Inc  
Form FWP  
February 15, 2017

**Filed Pursuant to Rule 433**  
**Registration No. 333-208480**  
**February 15, 2017**

**PRICING TERM SHEET**

**Snap-on Incorporated**

**3.250% Notes due 2027**

|                                     |                                                                                                                   |
|-------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Issuer:                             | Snap-on Incorporated                                                                                              |
| Title:                              | 3.250% Notes due 2027                                                                                             |
| Principal Amount:                   | \$300,000,000                                                                                                     |
| Coupon:                             | 3.250%                                                                                                            |
| Maturity Date:                      | March 1, 2027                                                                                                     |
| Benchmark Treasury:                 | 2.250% due February 15, 2027                                                                                      |
| Benchmark Treasury Price and Yield: | 97-22+; 2.511%                                                                                                    |
| Spread to Benchmark Treasury:       | + 75 basis points                                                                                                 |
| Yield to Maturity:                  | 3.261%                                                                                                            |
| Price to Public:                    | 99.906% of the Principal Amount                                                                                   |
| Interest Payment Dates:             | Semi-annually in arrears on March 1 and September 1, commencing on September 1, 2017                              |
| Optional Redemption:                | Make-whole call at Treasury plus 15 basis points prior to December 1, 2026; par call on or after December 1, 2026 |
| Change of Control Put:              | 101% of the Principal Amount plus accrued and unpaid interest, if any                                             |
| Settlement Date:                    | T+3; February 21, 2017                                                                                            |
| Expected Ratings:*                  | Moody s: A2 (stable outlook)<br>S&P: A- (stable outlook)<br>Fitch: A (stable outlook)                             |
| CUSIP/ISIN:                         | 833034 AK7 / US833034AK75                                                                                         |
| Joint Book-Running Managers:        | Citigroup Global Markets Inc.<br>J.P. Morgan Securities LLC                                                       |

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Co-Managers:

U.S. Bancorp Investments, Inc.

Barclays Capital Inc.

Loop Capital Markets LLC

Mizuho Securities USA Inc.

RBC Capital Markets, LLC

Wells Fargo Securities, LLC

The Williams Capital Group, L.P.

BBVA Securities Inc.

Commerz Markets LLC

HSBC Securities (USA) Inc.

\*The security ratings above are not a recommendation to buy, sell or hold the securities offered hereby. The ratings may be subject to revision or withdrawal at any time by the assigning rating organization. Each of the security ratings above should be evaluated independently of any other security rating.

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and the other documents that the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll-free at 1-800-831-9146 or J.P. Morgan Securities LLC collect at 1-212-834-4533.**