

KASSOUF THOMAS L.  
Form 4  
June 01, 2010

**FORM 4**

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

OMB APPROVAL

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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 \*  
KASSOUF THOMAS L.

(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)  
05/28/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

SVP & Pres - Tools

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ 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	(A) or (D)	Price
Common Stock					36	D	
Common Stock	05/28/2010		I		1,131.222	D	\$ 44.2
					4,502.38	I	(1)

By 401(k) Plan

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

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SEC 1474 (9-02)

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**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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 39.35					02/16/2008	02/16/2016	Common Stock	3,240
Stock Option (Right to Buy)	\$ 50.22					02/15/2010	02/15/2017	Common Stock	6,480
Stock Option (Right to Buy)	\$ 54.5					04/30/2010	04/30/2017	Common Stock	6,000
Stock Option (Right to Buy)	\$ 51.75					<u>(2)</u>	02/13/2018	Common Stock	20,000
Stock Option (Right to Buy)	\$ 29.69					<u>(3)</u>	02/11/2019	Common Stock	22,500
Stock Option (Right to Buy)	\$ 41.01					<u>(4)</u>	02/10/2020	Common Stock	25,000
Restricted Stock	<u>(5)</u>					<u>(6)</u>	<u>(6)</u>	Common Stock	6,900
Restricted Stock Units	<u>(5)</u>					<u>(7)</u>	<u>(7)</u>	Common Stock	3,030
Restricted Stock Units	<u>(5)</u>					<u>(8)</u>	<u>(8)</u>	Common Stock	6,136
Performance Units	<u>(5)</u>					<u>(9)</u>	<u>(9)</u>	Common Stock	5,349
Performance Units	<u>(5)</u>					<u>(10)</u>	<u>(10)</u>	Common Stock	6,137
Deferred Stock Units	<u>(5)</u>					<u>(11)</u>	<u>(11)</u>	Common Stock	1,159.29 <u>(12)</u>

