

SNAP-ON Inc
Form 4
February 17, 2015

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 *
Shur Irwin 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)
02/12/2015

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, Gen Counsel & Secretary

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/12/2015		M ⁽¹⁾		87	A	11,914
Common Stock	02/12/2015		F ⁽²⁾		87	D	\$ 144.69

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 Underlying (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Performance Units	(3)	02/12/2015		A ⁽¹⁾		660		(1)	(1)	Common Stock
Performance Units	(3)	02/12/2015		M ⁽¹⁾			87	(1)	(1)	Common Stock
Performance Units	(3)	02/12/2015		M ⁽¹⁾			3,599	(1)	(1)	Common Stock
Deferred Stock Units	(3)	02/12/2015		M ⁽¹⁾		3,599		(4)	(4)	Common Stock
Restricted Stock Units	(3)	02/12/2015		A ⁽⁵⁾		536		(5)	(5)	Common Stock
Stock Option (Right to Buy)	\$ 144.69	02/12/2015		A		14,000		02/12/2016 ⁽⁶⁾	02/12/2025	Common Stock
Performance Units	(3)	02/12/2015		A		1,285		(8)	(8)	Common Stock
Restricted Stock Units	(3)	02/12/2015		A		1,285		(9)	(9)	Common Stock
Stock Option (Right to Buy)	\$ 58.94							02/09/2014	02/09/2021	Common Stock
Stock Option (Right to Buy)	\$ 60							02/08/2015	02/08/2022	Common Stock
Stock Option (Right to Buy)	\$ 79.04							02/13/2014 ⁽⁶⁾	02/13/2023	Common Stock
Stock Option (Right to Buy)	\$ 109.43							02/13/2015 ⁽⁶⁾	02/13/2024	Common Stock
Restricted Stock Units	(3)							(10)	(10)	Common Stock
Performance	(3)							(11)	(11)	Common

