

KELLY ARTHUR L
 Form 4
 February 04, 2008

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 *
 KELLY ARTHUR L

(Last) (First) (Middle)

KEL ENTERPRISES L.P., 20
 SOUTH CLARK STREET, SUITE
 2222

(Street)

CHICAGO,, IL 60603

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/31/2008

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)

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 Ownership (Instr. 4)
Common Stock				(A) or (D)	20,000	I	By Trusts (1)
Common Stock				(A) or (D)	17,607.422 (2)	D	

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)	8. F...	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 43.6875					04/24/1998 04/24/2008		Common Stock	3,000
Stock Option (Right to Buy)	\$ 31.938					04/23/1999 04/23/2009		Common Stock	3,000
Stock Option (Right to Buy)	\$ 26.4375					04/28/2000 04/28/2010		Common Stock	3,000
Stock Option (Right to Buy)	\$ 29.36					04/27/2001 04/27/2011		Common Stock	3,000
Stock Option (Right to Buy)	\$ 32.08					04/25/2002 04/25/2012		Common Stock	3,000
Stock Option (Right to Buy)	\$ 28.43					04/24/2003 04/24/2013		Common Stock	3,000
Stock Option (Right to Buy)	\$ 33.55					04/23/2004 04/23/2014		Common Stock	3,000
Stock Option (Right to Buy)	\$ 32.76					04/22/2005 04/22/2015		Common Stock	3,000

