**FASTENAL CO** Form 5 January 25, 2011

### FORM 5

#### **OMB APPROVAL**

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

**OMB** 3235-0362 Number: January 31, Expires:

2005

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL

Estimated average burden hours per 1.0

OWNERSHIP OF SECURITIES See Instruction

response...

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4

Transactions Reported

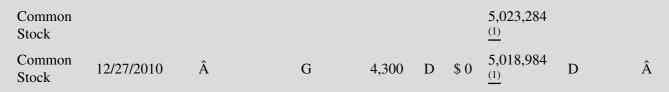
1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer SLAGGIE STEPHEN M Symbol FASTENAL CO [FAST] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) \_X\_ Director 10% Owner Officer (give title Other (specify 12/31/2010 below) below) 2001THEURER BLVD. (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line)

### WINONA, MNÂ 55987

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person

| (City)                               | (State)                              | (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |   |                  |  |                                 |   |             |
|--------------------------------------|--------------------------------------|--|---|---|------------------|--|---------------------------------|---|-------------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                            | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |                  | 5. Amount of Securities Form: Direct Beneficially (D) or Owned at end of Issuer's (Instr. 4) |                                 | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |             |
|                                      |                                      |  |   | Amount  | (A)<br>or<br>(D) | Price  | Fiscal Year<br>(Instr. 3 and 4) | (msu. 1)  | (1115111 1) |
| Common<br>Stock                      | 04/15/2010                           | Â  | G                                       | 20,000  | D                | \$0  | 5,253,284<br>(1)                | D   | Â           |
| Common<br>Stock                      | 04/29/2010                           | Â  | G                                       | 20,000  | D                | \$0  | 5,103,284<br>(1)                | D   | Â           |
| Common<br>Stock                      | 09/21/2010                           | Â  | G                                       | 20,000  | D                | \$ 0   | 5,083,284<br>(1)                | D   | Â           |
| Common<br>Stock                      | 10/06/2010                           | Â  | G                                       | 20,000  | D                | \$0  | 5,063,284<br>(1)                | D   | Â           |
|                                      | 12/02/2010                           | Â  | G                                       | 40,000  | D                | \$0  |                                 | D   | Â           |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

**SEC 2270** 

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |                     | ate                | Amor<br>Unde<br>Secur | le and<br>unt of<br>rlying<br>rities<br>. 3 and 4) | 8. Price of Derivative Security (Instr. 5) |
|---|---|---|---|---|---|---------------------|--------------------|-----------------------|--|--|
|   |   |   |   |   | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title                 | Amount<br>or<br>Number<br>of<br>Shares             |  |

## **Reporting Owners**

| Reporting Owner Name / Address                             | Relationships |           |         |       |  |  |
|--|---------------|-----------|---------|-------|--|--|
| 1 0  | Director      | 10% Owner | Officer | Other |  |  |
| SLAGGIE STEPHEN M<br>2001THEURER BLVD.<br>WINONA, MN 55987 | ÂΧ            | Â         | Â       | Â     |  |  |

# **Signatures**

/s/ John Milek, Attorney-in-Fact 01/25/2011

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) An additional 419,660 shares of issuer's Common Stock are held by the reporting person's spouse for which the reporting person disclaims beneficial ownership.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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