

Boyd Iain
Form 4
February 13, 2009

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 *
Boyd Iain

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2801 80TH STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/11/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

V.P. - Human Resources

KENOSHA, WI 53143

(City) (State) (Zip)

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

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)
			Code	V	Amount	(D)	Price
Common Stock	02/11/2009		M ⁽¹⁾		2,340	A	<u>(1)</u> 3,340
Common Stock					511,323	<u>(2)</u>	I
							By 401(k) Plan

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 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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Stock Option (Right to Buy)	\$ 31.52					01/23/2006 01/23/2014	Common Stock
Stock Option (Right to Buy)	\$ 33.75					02/18/2007 02/18/2015	Common Stock
Stock Option (Right to Buy)	\$ 39.35					02/16/2008 02/16/2016	Common Stock
Stock Option (Right to Buy)	\$ 50.22					(3) 02/15/2017	Common Stock
Stock Option (Right to Buy)	\$ 51.75					(4) 02/13/2018	Common Stock
Stock Option (Right to Buy)	\$ 29.69	02/11/2009		A	6,480	(5) 02/11/2019	Common Stock
Restricted Stock	(7)	02/11/2009		M(1)	2,340	(1) (1)	Common Stock
Restricted Stock	(7)					(8) (8)	Common Stock
Restricted Stock	(7)					(9) (9)	Common Stock
Restricted Stock Units	(7)	02/11/2009		A	1,961	(10) (10)	Common Stock
Performance Units	(7)	02/11/2009		A	1,961	(11) (11)	Common Stock
Deferred Stock Units	(7)					(12) (12)	Common Stock

