

Boyd Iain  
Form 4  
February 11, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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)  
**02/09/2011**

\_\_\_\_ 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)
Common Stock				(A) or (D) Price	2,037.897 <sup>(1)</sup>	D	
Common Stock				(A) or (D) Price	534.72 <sup>(2)</sup>	I	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 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					02/15/2010	02/15/2017	Common Stock
Stock Option (Right to Buy)	\$ 51.75					02/13/2009 <sup>(3)</sup>	02/13/2018	Common Stock
Stock Option (Right to Buy)	\$ 29.69					02/11/2010 <sup>(3)</sup>	02/11/2019	Common Stock
Stock Option (Right to Buy)	\$ 41.01					02/10/2011 <sup>(3)</sup>	02/10/2020	Common Stock
Stock Option (Right to Buy)	\$ 58.94	02/09/2011		A	10,000	02/09/2012 <sup>(3)</sup>	02/09/2021	Common Stock
Restricted Stock	<sup>(5)</sup>	02/09/2011		D <sup>(6)</sup>	3,030	<sup>(6)</sup>	<sup>(6)</sup>	Common Stock
Restricted Stock Units	<sup>(5)</sup>					<sup>(7)</sup>	<sup>(7)</sup>	Common Stock
Restricted Stock Units	<sup>(5)</sup>	02/09/2011		A <sup>(8)</sup>	1,058	<sup>(8)</sup>	<sup>(8)</sup>	Common Stock
Restricted Stock Units	<sup>(5)</sup>	02/09/2011		A	2,410	<sup>(9)</sup>	<sup>(9)</sup>	Common Stock
Performance Units	<sup>(5)</sup>					<sup>(10)</sup>	<sup>(10)</sup>	Common Stock



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- (13) Payment will begin within 30 days first beginning after the earliest of the date specified in advance of the deferral by the reporting person, death, disability, retirement or termination of employment.

Note: File three copies of this Form, one of which must be manually signed. If space 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.