Pagliari Aldo John Form 3 April 06, 2010

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

À Pagliari Aldo John

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

03/31/2010

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

SNAP-ON Inc [SNA]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(give title below) (specify below)

SVP-Finance & CFO

5. If Amendment, Date Original

Filed(Month/Day/Year)

SNAP-ON

INCORPORATED, Â 2801 80TH

STREET

(Street)

Director _X__ Officer

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

KENOSHA. WIÂ 53143

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

Beneficially Owned

2. Amount of Securities

(Instr. 4)

3. Ownership

> (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Form: Direct (D) or Indirect

Common Stock

3,455.82

Â D

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security 2. Date Exercisable and (Instr. 4)

Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. 5. Conversion or Exercise Form of

6. Nature of Indirect Ownership Beneficial Ownership

(Instr. 5)

Price of Derivative Derivative Security:

1

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	12/18/2004	12/18/2012	Common Stock	2,500	\$ 28.2	D	Â
Stock Option (Right to Buy)	01/24/2005	01/24/2013	Common Stock	4,800	\$ 25.11	D	Â
Stock Option (Right to Buy)	01/23/2006	01/23/2014	Common Stock	4,800	\$ 31.52	D	Â
Stock Option (Right to Buy)	02/18/2007	02/18/2015	Common Stock	4,320	\$ 33.75	D	Â
Stock Option (Right to Buy)	02/16/2008	02/16/2016	Common Stock	6,480	\$ 39.35	D	Â
Stock Option (Right to Buy)	02/15/2010	02/15/2017	Common Stock	6,480	\$ 50.22	D	Â
Stock Option (Right to Buy)	(1)	02/13/2018	Common Stock	6,480	\$ 51.75	D	Â
Stock Option (Right to Buy)	(2)	02/11/2019	Common Stock	6,480	\$ 29.69	D	Â
Stock Option (Right to Buy)	(3)	02/10/2020	Common Stock	6,480	\$ 41.01	D	Â
Restricted Stock	(4)	(4)	Common Stock	3,200	\$ <u>(5)</u>	D	Â
Restricted Stock Units	(6)	(6)	Common Stock	1,212	\$ (5)	D	Â
Restricted Stock Units	(7)	(7)	Common Stock	2,390	\$ <u>(5)</u>	D	Â
Performance Units	(8)	(8)	Common Stock	2,140	\$ <u>(5)</u>	D	Â
Performance Units	(9)	(9)	Common Stock	2,390	\$ <u>(5)</u>	D	Â
Deferred Stock Units	(10)	(10)	Common Stock	2,012.404 (11)	\$ <u>(5)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
Pagliari Aldo John	Â	Â	SVP-Finance	Â		
SNAP-ON INCORPORATED			& CFO			
2801 80TH STREET						

Reporting Owners 2

KENOSHA. WIÂ 53143

Signatures

Kenneth V. Hallett under Power of Attorney for Aldo J. Pagliari

04/06/2010

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) One third of the option vested on each of 2/13/2009 and 2/13/2010, and one third will vest on 2/13/2011.
- (2) One third of the option vested on 2/11/2010, and one third will vest on each of 2/11/2011 and 2/11/2012.
- (3) One third of the option vests on each of 2/10/2011, 2/10/2012 and 2/10/2013.
- (4) The stock vests on the achievement of certain company initiatives over the 2008-2010 period.
- **(5)** 1 for 1.
- The restricted stock units were earned based on company performance during 2009. Assuming continued employment on the payment date, which will occur in February 2012, the units will then vest in one installment and the shares will be issued.
- The restricted stock units may be earned based on the achievement of certain company goals during 2010. Assuming continued employment on the payment date, which will occur in February 2013, the units will then vest in one installment and shares will be issued. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported.
- (8) If the company achieves certain goals over the 2009-2011 period, the performance units will vest and stock will be awarded. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported.
- (9) If the company achieves certain goals over the 2010-2012 period, the performance units will vest and stock will be awarded. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported.
- (10) Payment will begin within 30 days first beginning after the date specified in advance of the deferral by the reporting person, death, disability or termination of employment.
- (11) This information is based on the most recent plan statement.

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.

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