

SNAP-ON Inc
Form 4
February 26, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
Pagliari Aldo John

(Last) (First) (Middle)
SNAP-ON INCORPORATED, 2801
80TH STREET
(Street)

KENOSHA, WI 53403

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2014

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)
Sr VP - Finance & CFO

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 Indirect Ownership (Instr. 4)
Common Stock	02/26/2014		M	V Amount (A) or (D) Price	4,320 A \$ 33.75 28,512.3861	D	
Common Stock	02/26/2014		S	V Amount (A) or (D) Price	4,320 D \$ 109.7523 24,192.3861	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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 33.75	02/26/2014		M	4,320	02/18/2007 02/18/2015	Common Stock	4,320
Stock Option (Right to Buy)	\$ 39.35					02/16/2008 02/16/2016	Common Stock	6,400
Stock Option (Right to Buy)	\$ 50.22					02/15/2010 02/15/2017	Common Stock	6,400
Stock Option (Right to Buy)	\$ 51.75					02/13/2011 02/13/2018	Common Stock	6,400
Stock Option (Right to Buy)	\$ 29.69					02/11/2012 02/11/2019	Common Stock	6,400
Stock Option (Right to Buy)	\$ 41.01					02/10/2013 02/10/2020	Common Stock	6,400
Stock Option (Right to Buy)	\$ 58.94					02/09/2014 02/09/2021	Common Stock	20,000
Stock Option (Right to Buy)	\$ 60					02/08/2013 ⁽³⁾ 02/08/2022	Common Stock	27,000
Stock Option (Right to Buy)	\$ 79.04					02/13/2014 ⁽³⁾ 02/13/2023	Common Stock	30,000
Stock Option (Right to Buy)	\$ 109.43					02/13/2015 ⁽³⁾ 02/13/2024	Common Stock	33,000
Restricted	⁽⁴⁾					⁽⁵⁾ ⁽⁵⁾	Common	5,300

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- (9) If the Company achieves certain goals over the 2013-2015 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) If the Company achieves certain goals over the 2014-2016 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.

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.