

SNAP-ON Inc
Form 3
August 19, 2015

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)

<p>1. Name and Address of Reporting Person * ^ Banerjee Anup R (Last) (First) (Middle)</p> <p>SNAP-ON INCORPORATED,^ 2801-80TH STREET (Street)</p> <p>KENOSHA,^ WI^ 53143 (City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement (Month/Day/Year) 08/13/2015</p>	<p>3. Issuer Name and Ticker or Trading Symbol SNAP-ON Inc [SNA]</p>	<p>4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Sr VP & Chief Devel. Officer</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	0	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 (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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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)	02/13/2014 ⁽¹⁾	02/13/2023	Common Stock	12,500	\$ 79.04	D	Â
Stock Option (Right to Buy)	02/13/2015 ⁽¹⁾	02/13/2024	Common Stock	13,000	\$ 109.43	D	Â
Stock Option (Right to Buy)	02/12/2016 ⁽¹⁾	02/12/2025	Common Stock	13,500	\$ 144.69	D	Â
Restricted Stock Units	Â ⁽²⁾	Â ⁽²⁾	Common Stock	2,349	\$ ⁽³⁾	D	Â
Restricted Stock Units	Â ⁽⁴⁾	Â ⁽⁴⁾	Common Stock	2,082	\$ ⁽³⁾	D	Â
Restricted Stock Units	Â ⁽⁵⁾	Â ⁽⁵⁾	Common Stock	1,266	\$ ⁽³⁾	D	Â
Performance Units	Â ⁽⁶⁾	Â ⁽⁶⁾	Common Stock	2,170	\$ ⁽³⁾	D	Â
Performance Units	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Stock	1,562	\$ ⁽³⁾	D	Â
Performance Units	Â ⁽⁸⁾	Â ⁽⁸⁾	Common Stock	1,266	\$ ⁽³⁾	D	Â
Deferred Stock Units	Â ⁽⁹⁾	Â ⁽⁹⁾	Common Stock	5,998.07	\$ ⁽³⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Banerjee Anup R SNAP-ON INCORPORATED 2801-80TH STREET KENOSHA, WI 53143	Â	Â	Â Sr VP & Chief Devel. Officer	Â

Signatures

/s/ Ryan S. Lovitz under Power of Attorney for Anup R. Banerjee

08/14/2015

**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) Original option grant vests in three annual installments beginning on the date listed in the "Date Exercisable" column.

(2)

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The restricted stock units were earned based on Company performance during fiscal 2013. Assuming continued employment through the end of fiscal 2015, the units will then vest in one installment and the shares will be issued shortly thereafter.

(3) 1 for 1.

(4) The restricted stock units were earned based on Company performance during fiscal 2014. Assuming continued employment through the end of fiscal 2016, the units will then vest in one installment and the shares will be issued shortly thereafter.

(5) The restricted stock units may be earned based on the achievement of certain Company goals during fiscal 2015. Assuming continued employment through the end of fiscal 2017, any units earned will then vest in one installment and the shares will be issued shortly thereafter. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported, subject to plan limits.

(6) 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, subject to plan limits.

(7) 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, subject to plan limits.

(8) If the Company achieves certain goals over the 2015-2017 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, subject to plan limits.

(9) Payment will be made in accordance with the reporting person's deferral election, death, disability 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.

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