

SNAP ON INC
Form 4
August 10, 2007

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 *
MICHAELS JACK D

(Last) (First) (Middle)

**SNAP-ON INCORPORATED, 2801
80TH STREET**

(Street)

KENOSHA, WI 53143

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/10/2007

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)
Chairman & CEO

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	(A) or (D)	Price
Common Stock	08/10/2007		P		700	A	\$ 46.54
Common Stock	08/10/2007		P		600	A	\$ 46.64
Common Stock	08/10/2007		P		200	A	\$ 46.59
Common Stock	08/10/2007		P		200	A	\$ 46.58
Common Stock	08/10/2007		P		100	A	\$ 46.56
					700		D (8)
					1,300		D (8)
					1,500		D (8)
					1,700		D (8)
					1,800		D (8)

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Common Stock	08/10/2007		P	100	A	\$ 46.62	1,900	D ⁽⁸⁾
Common Stock	08/10/2007		P	100	A	\$ 46.6	2,000	D ⁽⁸⁾

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

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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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 31.938					04/23/1999 04/23/2009	Common Stock	3,000	
Stock Option (Right to Buy)	\$ 26.4375					04/28/2000 04/28/2010	Common Stock	3,000	
Stock Option (Right to Buy)	\$ 29.36					04/27/2001 04/27/2011	Common Stock	3,000	
Stock Option (Right to Buy)	\$ 32.08					04/25/2002 04/25/2012	Common Stock	3,000	
Stock Option (Right to Buy)	\$ 28.43					04/24/2003 04/24/2013	Common Stock	3,000	
	\$ 33.55					04/23/2004 04/23/2014		3,000	

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- (5) The stock vests on the achievement of certain company initiatives over the 2006-2008 period.
- (6) The stock vests on the achievement of certain company initiatives over the 2007-2009 period.
- (7) One half of the option vested on February 16, 2007, and the remainder vests on February 16, 2008.
- (8) Shares reported are held by Jack D. Michaels Revocable Trust for which the reporting person is the trustee and beneficiary.

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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