

SNAP ON INC  
Form 4  
February 20, 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 \*  
MARRINAN SUSAN F

(Last) (First) (Middle)  
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)  
02/15/2007

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)  
VP, Secretary, C.L.O.

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)	(A) or (D)	5. Amount or Price	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 Beneficial Ownership (Instr. 4)
Common Stock							517.75 <sup>(1)</sup>	I	401(k) Plan
Common Stock	02/15/2007		M	1,082	A	\$ 39.71	4,582.63	D	
Common Stock	02/15/2007		S	1,082	D	\$ 50	3,500.63	D	
Common Stock	02/15/2007		M	22,102	A	\$ 34.5	25,602.63	D	
Common Stock	02/15/2007		S	22,102	D	\$ 50	3,500.63	D	

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Common Stock	02/15/2007	M	12,828	A	\$ 31.52	16,328.63	D
Common Stock	02/15/2007	S	12,828	D	\$ 50	3,500.63	D

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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Option (Right to Buy)	\$ 39.71	02/15/2007		M		1,082		01/23/2000	01/23/2008	Common Stock	1
Stock Option (Right to Buy)	\$ 34.5	02/15/2007		M		22,102		01/22/2001	01/22/2009	Common Stock	22
Stock Option (Right to Buy)	\$ 31.52	02/15/2007		M		12,828		01/23/2006	01/23/2014	Common Stock	12
Stock Option (Right to Buy)	\$ 33.75							02/18/2007	02/18/2015	Common Stock	13
Stock Option (Right to Buy)	\$ 39.35							<u>(2)</u>	02/16/2016	Common Stock	12
Stock Option (Right to Buy)	\$ 50.22	02/15/2007		A		8,000		<u>(7)</u>	02/15/2017	Common Stock	8

