

Miller Richard Thomas  
 Form 4  
 February 19, 2019

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
 Miller Richard Thomas

(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)  
 02/14/2019

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, Gen Counsel & Secretary

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)
			Code	V	Amount	(D)	Price
Common Stock	02/14/2019		M <sup>(1)</sup>		282	A	11
Common Stock	02/14/2019		F <sup>(2)</sup>		105	D	\$ 155.92
							2,103.5274
							1,998.5274

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Units	(3)	02/14/2019		D <sup>(1)</sup>		45		(1)	(1)	Common Stock	
Performance Units	(3)	02/14/2019		M <sup>(1)</sup>		282		(1)	(1)	Common Stock	
Performance Units	(3)	02/14/2019		M <sup>(1)</sup>		13		(1)	(1)	Common Stock	
Deferred Stock Units	(3)	02/14/2019		M <sup>(1)</sup>		13		(4)	(4)	Common Stock	
Restricted Stock Units	(3)	02/14/2019		D <sup>(6)</sup>		95		(6)	(6)	Common Stock	
Stock Option (Right to Buy)	\$ 155.92	02/14/2019		A		4,500		02/14/2020 <sup>(7)</sup>	02/14/2029	Common Stock	4
Restricted Stock Units	(3)	02/14/2019		A		576		(9)	(9)	Common Stock	
Performance Units	(3)	02/14/2019		A		576		(10)	(10)	Common Stock	
Stock Option (Right to Buy)	\$ 79.04							(11)	02/13/2023	Common Stock	3
Stock Option (Right to Buy)	\$ 109.43							(11)	02/13/2024	Common Stock	3
Stock Option (Right to Buy)	\$ 144.69							(11)	02/12/2025	Common Stock	4
Stock Option (Right to Buy)	\$ 138.03							(11)	02/11/2026	Common Stock	4
Stock Option	\$ 168.7							02/09/2018 <sup>(7)</sup>	02/09/2027	Common	4



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- (10) If the Company achieves certain goals over the 2019-2021 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.
- (11) Option fully vested.
- (12) The restricted stock units were earned based on Company performance during fiscal 2017. Assuming continued employment through the end of fiscal 2019, the units will then vest in one installment and the shares will be issued shortly thereafter.
- (13) If the Company achieves certain goals over the 2017-2019 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.
- (14) If the Company achieves certain goals over the 2018-2020 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.

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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