

SNAP-ON Inc  
Form 8-K  
April 29, 2016

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): April 28, 2016**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**1-7724**  
**(Commission**  
  
**File Number)**

**39-0622040**  
**(I.R.S. Employer**  
  
**Identification No.)**

**2801 80th Street, Kenosha, Wisconsin 53143-5656**

**(Address of principal executive offices) (Zip Code)**

**Registrant's telephone number, including area code: (262) 656-5200**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

Snap-on Incorporated (the Company) held its 2016 Annual Meeting of Shareholders on April 28, 2016 (the 2016 Annual Meeting). The Company's shareholders: (i) elected nine members of the Company's Board of Directors, who were up for election, to each serve a one-year term ending at the 2017 Annual Meeting; (ii) ratified the Audit Committee's selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for fiscal 2016; and (iii) approved, on an advisory basis, the compensation of the Company's named executive officers, as disclosed in the proxy statement for the 2016 Annual Meeting (the 2016 Proxy Statement). There were 58,123,071 shares of the Company's common stock outstanding and eligible to vote as of the close of business on February 29, 2016, the record date for the 2016 Annual Meeting.

The directors elected to the Company's Board for terms expiring at the 2017 Annual Meeting, and the number of votes cast for and against, as well as abstentions and broker non-votes with respect to, each of these individuals, are set forth below:

| Director            | For        | Against   | Abstentions | Broker Non-Votes |
|---------------------|------------|-----------|-------------|------------------|
| Karen L. Daniel     | 43,071,747 | 1,748,867 | 62,329      | 5,166,016        |
| Ruth Ann M. Gillis  | 44,098,377 | 723,123   | 61,442      | 5,166,016        |
| James P. Holden     | 44,633,019 | 188,010   | 61,912      | 5,166,016        |
| Nathan J. Jones     | 44,080,442 | 737,610   | 63,296      | 5,166,016        |
| Henry W. Knueppel   | 44,328,789 | 486,095   | 66,464      | 5,166,016        |
| W. Dudley Lehman    | 43,287,373 | 1,529,341 | 66,228      | 5,166,016        |
| Nicholas T. Pinchuk | 42,548,098 | 2,241,106 | 92,145      | 5,166,016        |
| Gregg M. Sherrill   | 44,616,488 | 201,308   | 63,552      | 5,166,016        |
| Donald J. Stebbins  | 43,060,380 | 1,758,151 | 64,411      | 5,166,016        |

The proposal to ratify the Audit Committee's selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for fiscal 2016 received the following votes:

|                     |            |                |           |              |        |
|---------------------|------------|----------------|-----------|--------------|--------|
| Votes for approval: | 47,118,239 | Votes against: | 2,875,126 | Abstentions: | 55,593 |
| Broker non-votes:   | 0          |                |           |              |        |

The advisory vote to approve the compensation of the Company's named executive officers, as disclosed in Compensation Discussion and Analysis and Executive Compensation Information in the 2016 Proxy Statement, received the following votes:

|                     |            |                |         |              |         |
|---------------------|------------|----------------|---------|--------------|---------|
| Votes for approval: | 44,036,665 | Votes against: | 657,415 | Abstentions: | 188,862 |
| Broker non-votes:   | 5,166,016  |                |         |              |         |
|                     |            | * * * * *      |         |              |         |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SNAP-ON INCORPORATED

Date: April 29, 2016

By: /s/ Irwin M. Shur

Irwin M. Shur

Vice President, General Counsel and Secretary