

Miller Richard Thomas  
Form 4  
January 02, 2019

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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(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)  
12/29/2018

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

VP, Gen Counsel & Secretary

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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(A) Code (Instr. 8)	4. Securities Acquired 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/29/2018		M <sup>(1)</sup>		395	A	<u>11</u> 1,976.5274 <sup>(2)</sup>
Common Stock	12/29/2018		F <sup>(3)</sup>		155	D	\$ 144.25 1,821.5274

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Restricted Stock Units	(4)	12/29/2018		M(1)	395	(1) (1)	Common Stock 39
Stock Option (Right to Buy)	\$ 79.04					(5) 02/13/2023	Common Stock 3,00
Stock Option (Right to Buy)	\$ 109.43					(5) 02/13/2024	Common Stock 3,50
Stock Option (Right to Buy)	\$ 144.69					(5) 02/12/2025	Common Stock 4,00
Stock Option (Right to Buy)	\$ 138.03					02/11/2017(6) 02/11/2026	Common Stock 4,50
Stock Option (Right to Buy)	\$ 168.7					02/09/2018(6) 02/09/2027	Common Stock 4,70
Stock Option (Right to Buy)	\$ 161.18					02/15/2019(6) 02/15/2028	Common Stock 3,70
Restricted Stock Units	(4)					(7) (7)	Common Stock 12
Restricted Stock Units	(4)					(8) (8)	Common Stock 43
Performance Units	(4)					(9) (9)	Common Stock 34
Performance Units	(4)					(10) (10)	Common Stock 33
Performance Units	(4)					(11) (11)	Common Stock 43

Deferred  
Stock Units

(4)

(12)

(12)

Common 19.2  
Stock (13)

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
Miller Richard Thomas 2801 80TH STREET KENOSHA, WI 53143	VP, Gen Counsel & Secretary

## Signatures

/s/ Ryan S. Lovitz under Power of Attorney for Richard Thomas  
Miller

01/02/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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) The restricted stock units were earned based on Company performance during fiscal 2016 and vested in one installment based on continued employment through the end of fiscal 2018.
- (2) Includes 0.9247 shares acquired under a dividend reinvestment plan.
- (3) Shares were withheld to cover tax withholding upon the vesting of the restricted stock units.
- (4) 1 for 1.
- (5) Option fully vested.
- (6) Original option grant vests in three annual installments beginning on the date listed in the "Date Exercisable" column.
- (7) 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.  
  
The restricted stock units may be earned based on the achievement of certain Company goals during fiscal 2018. Assuming continued employment through the end of fiscal 2020, 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 number is 200% of the number reported, subject to plan limits.
- (8)
- (9) If the Company achieves certain goals over the 2016-2018 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.
- (10) 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.
- (11) 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.
- (12) Payment will be made in accordance with the reporting person's deferral election, death, disability or termination of employment.
- (13) This information is based on a plan statement dated September 30, 2018.

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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