**SNAP ON INC** Form 4 October 04, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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obligations

may continue.

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 See Instruction

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **NYBERG LARS** Issuer Symbol SNAP ON INC [SNA] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X\_ Director 10% Owner Other (specify Officer (give title SNAP-ON INCORPORATED, 2801 09/30/2005 below) 80TH STREET 4. If Amendment, Date Original (Street) 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting KENOSHA, WI 53141

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Indirect Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned (I) Ownership (Instr. 4) (Instr. 4) Following Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

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 | 2.          | 3. Transaction Date | 3A. Deemed         | 4.        | 5.       | 6. Date Exercisable and | 7. Title and Amount of | 8. Pr |
|-------------|-------------|---------------------|--------------------|-----------|----------|-------------------------|------------------------|-------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti | orNumber | Expiration Date         | Underlying Securities  | Deriv |
| Security    | or Exercise |                     | any                | Code      | of       | (Month/Day/Year)        | (Instr. 3 and 4)       | Secu  |

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| (Instr. 3)                           | Price of<br>Derivative<br>Security | (Month     | /Day/Year) | (Instr. | 8) | Deriv<br>Secu<br>Acqu<br>(A) o<br>Disp<br>of (D<br>(Inst:<br>4, an | rities<br>nired<br>or<br>osed<br>o)<br>r. 3, | ,                   |                    |                 |  | (Inst |
|--------------------------------------|------------------------------------|------------|------------|---------|----|--|--|---------------------|--------------------|-----------------|--|-------|
|                                      |                                    |            |            | Code    | V  | (A)  | (D)  | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |       |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 32.08                           |            |            |         |    |  |  | 04/25/2002          | 04/25/2012         | Common<br>Stock | 3,000                                  |       |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 28.43                           |            |            |         |    |  |  | 04/24/2003          | 04/24/2013         | Common<br>Stock | 3,000                                  |       |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 33.55                           |            |            |         |    |  |  | 04/23/2004          | 04/23/2014         | Common<br>Stock | 3,000                                  |       |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 32.76                           |            |            |         |    |  |  | 04/22/2005          | 04/22/2015         | Common<br>Stock | 3,000                                  |       |
| Deferred<br>Stock<br>Unit            | \$ 0 (1)                           | 09/30/2005 |            | A(2)    |    | 89   |  | (3)                 | (3)                | Common<br>Stock | 89                                     | \$ 3  |

# **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |               |  |  |  |  |
|--|---------------|-----------|---------------|--|--|--|--|
| 1  | Director      | 10% Owner | Officer Other |  |  |  |  |
| NYBERG LARS<br>SNAP-ON INCORPORATED<br>2801 80TH STREET<br>KENOSHA, WI 53141 | X             |           |               |  |  |  |  |

# **Signatures**

| Jason D. Bartel under Power of Attorney for Lars<br>Nyberg | 10/04/2005 |
|--|------------|
| **Signature of Reporting Person                            | Date       |

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## **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) 1 for 1.
- (2) Payment of fees in stock under the Corporation's Directors' 1993 Fee Plan.
- (3) Scheduled for issuance in lump sum after the earliest of a date specified in advance of the deferral by the reporting person, or on death or retirement from the Board.
- (4) Includes 42.294 deferred stock units acquired through exempt dividend reinvestments.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.