

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-28**
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([HTML Version](#) on secdatabase.com)

ISSUER

SNAP ON INC

CIK: **91440** | IRS No.: **390622040** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **3420** Cutlery, handtools & general hardware

Mailing Address
*10801 CORPORATE DRIVE
KENOSHA WI 53141*

Business Address
*10801 CORPORATE DRIVE
KENOSHA WI 53141-1430
4146565200*

REPORTING OWNER

RENSI EDWARD H

CIK: **1169366**
Type: **4** | Act: **34** | File No.: **001-07724** | Film No.: **05792278**

Mailing Address
*8400 KEARNEY ROAD
DOWNERS GROVE IL 60516*

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person RENSI EDWARD H			2. Issuer Name and Ticker or Trading Symbol SNAP ON INC [SNA]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/28/2005			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
SNAP-ON INCORPORATED, 2801 80TH STREET			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) KENOSHA, WI 53141								
(City) (State) (Zip)								

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock	04/28/2005		M		1,500	A	\$24.84	17,151.771	D
Common Stock	04/28/2005		F		1,135	D	\$32.8	16,016.771	D

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option (Right to Buy)	\$24.84	04/28/2005		M			1,500	04/28/1995	04/28/2005	Common Stock	1,500	\$24.84	0	D
Stock Option (Right to Buy)	\$31.92							04/26/1996	04/26/2006	Common Stock	3,000		3,000	D
Stock Option	\$37.25							04/25/1997	04/25/2007	Common Stock	3,000		3,000	D

(Right to Buy)														
Stock Option (Right to Buy)	\$43.6875						04/24/1998	04/24/2008	Common Stock	3,000		3,000	D	
Stock Option (Right to Buy)	\$31.938						04/23/1999	04/23/2009	Common Stock	3,000		3,000	D	
Stock Option (Right to Buy)	\$26.4375						04/28/2000	04/28/2010	Common Stock	3,000		3,000	D	
Stock Option (Right to Buy)	\$29.36						04/27/2001	04/27/2011	Common Stock	3,000		3,000	D	
Stock Option (Right to Buy)	\$32.08						04/25/2002	04/25/2012	Common Stock	3,000		3,000	D	
Stock Option (Right to Buy)	\$28.43						04/24/2003	04/24/2013	Common Stock	3,000		3,000	D	
Stock Option (Right to Buy)	\$33.55						04/23/2004	04/23/2014	Common Stock	3,000		3,000	D	
Stock Option (Right to Buy)	\$32.76						04/22/2005	04/22/2015	Common Stock	3,000		3,000	D	
Deferred Stock Unit	\$ 0 ⁽¹⁾						(2)	(2)	Common Stock	5,433.613		5,433.613	D	

Explanation of Responses:

1. 1 for 1.
2. These units are scheduled for issuance in lump sum after the earliest of August 15, 2014 or upon death or retirement from the Board.

Signatures

Jason D. Bartel under Power of Attorney for Edward H. Rensi

** Signature of Reporting Person

05/02/2005

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.