

Strege Richard K  
Form 4  
February 19, 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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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Strege Richard K

(Last) (First) (Middle)

SNAP-ON INCORPORATED, 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  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Vice President & Controller

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
|                                       |   |   | Code                                 | V   | Amount   | (A)<br>or<br>(D)   | Price   |
| Common<br>Stock                       | 02/14/2019                              |   | M <sup>(1)</sup>                     |   | 309  | A  | 11  |
| Common<br>Stock                       | 02/14/2019                              |   | F <sup>(2)</sup>                     |   | 141  | D  | \$<br>155.92  |

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

**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 control  
number.**

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 |
| Performance Units                          | (3)  | 02/14/2019                           |  | D(1)                           |   |  | 47  | (1)   | (1)             | Common Stock |        |
| Performance Units                          | (3)  | 02/14/2019                           |  | M(1)                           |   |  | 309 | (1)   | (1)             | Common Stock |        |
| Restricted Stock Units                     | (3)  | 02/14/2019                           |  | D(4)                           |   |  | 121 | (4)   | (4)             | Common Stock |        |
| Stock Option (Right to Buy)                | \$ 155.92  | 02/14/2019                           |  | A                              |   | 5,000  |     | 02/14/2020(5)   | 02/14/2029      | Common Stock |        |
| Restricted Stock Units                     | (3)  | 02/14/2019                           |  | A                              |   | 672  |     | (7)   | (7)             | Common Stock |        |
| Performance Units                          | (3)  | 02/14/2019                           |  | A                              |   | 672  |     | (8)   | (8)             | Common Stock |        |
| Stock Option (Right to Buy)                | \$ 144.69  |                                      |  |                                |   |  |     | (9)   | 02/12/2025      | Common Stock |        |
| Stock Option (Right to Buy)                | \$ 138.03  |                                      |  |                                |   |  |     | (9)   | 02/11/2026      | Common Stock |        |
| Stock Option (Right to Buy)                | \$ 168.7   |                                      |  |                                |   |  |     | 02/09/2018(5)   | 02/09/2027      | Common Stock |        |
| Stock Option (Right to Buy)                | \$ 161.18  |                                      |  |                                |   |  |     | 02/15/2019(5)   | 02/15/2028      | Common Stock |        |
| Restricted Stock Units                     | (3)  |                                      |  |                                |   |  |     | (10)  | (10)            | Common Stock |        |
| Performance Units                          | (3)  |                                      |  |                                |   |  |     | (11)  | (11)            | Common Stock |        |
| Performance Units                          | (3)  |                                      |  |                                |   |  |     | (12)  | (12)            | Common Stock |        |
|  | (3)  |                                      |  |                                |   |  |     | (13)  | (13)            |              |        |

Deferred  
Stock Units

Common 2  
Stock

## Reporting Owners

| Reporting Owner Name / Address  | Relationships                             |
|---|---|
|   | Director    10% Owner    Officer    Other |
| Strege Richard K<br>SNAP-ON INCORPORATED<br>2801 80TH STREET<br>KENOSHA, WI 53143 | Vice President & Controller               |

## Signatures

/s/ Ryan S. Lovitz under Power of Attorney for Richard K.  
Strege

02/18/2019

\_\_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) Based on Company performance during the 2016-2018 period, approximately 86.9% of the performance units vested (as previously disclosed, the reporting person had the opportunity to earn up to 200% of the number originally reported, subject to plan limits).
- (2) Shares were withheld to cover tax withholding upon the vesting of performance units.
- (3) 1 for 1.  
Based on Company performance during fiscal 2018, approximately 78.1% of the restricted stock units originally granted were earned (as previously disclosed, the reporting person had the opportunity to earn up to 200% of the number of units originally reported, subject to plan limits). Assuming continued employment through the end of fiscal 2020, the units will then vest in one installment and the shares will be issued shortly thereafter.
- (4) Original option grant vests in three annual installments beginning on the date listed in the "Date Exercisable" column.
- (5) This transaction was an option grant. Accordingly, the reporting person did not pay a price to obtain the option.  
The restricted stock units may be earned based on the achievement of certain Company goals during fiscal 2019. Assuming continued employment through the end of fiscal 2021, 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.
- (6) 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.
- (7) Option fully vested.
- (8) 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.
- (9) 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.
- (10) 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.
- (11) Payment will be made in accordance with the reporting person's deferral election, death, disability or termination of employment.
- (12) This information is based on a plan statement dated December 31, 2018.
- (13)
- (14)

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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