DECYK ROXANNE J

Form 4 May 03, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **DECYK ROXANNE J**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

SNAP ON INC [SNA]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

05/03/2007

_X__ Director Officer (give title

10% Owner Other (specify

SHELL INTERNATIONAL B.V., CAREL VAN **BYLANDTLAAN 16**

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

THE HAGUE, P7

(Cit	y) (State)	(Zip) Tak	ole I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title o Security (Instr. 3)	(Month/Day/Year		3. Transaction Code (Instr. 8)	4. Securities Acquired (A) etiomr Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Commo Stock	on 05/03/2007		M	3,000	A	\$ 43.6875	8,595	D	
Commo Stock	on 05/03/2007		M	3,000	A	\$ 32.08	11,595	D	
Commo Stock	on 05/03/2007		M	3,000	A	\$ 28.43	14,595	D	
Commo Stock	on 05/03/2007		S	100	D	\$ 55.33	14,495	D	
Comm	on 05/03/2007		S	100	D	\$ 55.29	14,395	D	

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Common Stock	05/03/2007	S	600	D	\$ 55.26	13,795	D
Common Stock	05/03/2007	S	500	D	\$ 55.18	13,295	D
Common Stock	05/03/2007	S	100	D	\$ 55.16	13,195	D
Common Stock	05/03/2007	S	2,300	D	\$ 55.15	10,895	D
Common Stock	05/03/2007	S	1,000	D	\$ 55.14	9,895	D
Common Stock	05/03/2007	S	1,500	D	\$ 55.12	8,395	D
Common Stock	05/03/2007	S	900	D	\$ 55.11	7,495	D
Common Stock	05/03/2007	S	1,900	D	\$ 55.1	5,595	D

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)

 $\label{thm:convertible} \textbf{Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ \textit{(e.g., puts, calls, warrants, options, convertible securities)}$

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. Transactic Code (Instr. 8)	5. Number Diof 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 Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 43.6875	05/03/2007		M		3,000	04/24/1998	04/24/2008	Common Stock	3,000
Stock Option (Right to Buy)	\$ 32.08	05/03/2007		M		3,000	04/25/2002	04/25/2012	Common Stock	3,000
	\$ 28.43	05/03/2007		M		3,000	04/24/2003	04/24/2013		3,000

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Stock Option (Right to Buy)				Common Stock	
Stock Option (Right to Buy)	\$ 33.55	04/23/2004	04/23/2014	Common Stock	3,000
Stock Option (Right to Buy)	\$ 32.76	04/22/2005	04/22/2015	Common Stock	3,000
Deferred Stock Unit	\$ 0 <u>(2)</u>	(3)	<u>(3)</u>	Common Stock	18,024.62

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting owner runner, runners	Director	10% Owner	Officer	Other			
DECYK ROXANNE J SHELL INTERNATIONAL B.V. CAREL VAN BYLANDTLAAN 16 THE HAGUE, P7	X						

Signatures

Kenneth V. Hallett under Power of Attorney for Roxanne J.

Decyk

**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) Exercise of Rule 16b-3 stock option.
- (2) 1 for 1.
- (3) Scheduled for issuance in lump sum after earliest of November 5, 2022, or on death or retirement from the Board.

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.

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