

DECYK ROXANNE J

Form 4

May 03, 2007

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
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(Print or Type Responses)

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

(Last) (First) (Middle)

SHELL INTERNATIONAL
B.V., CAREL VAN
BYLANDTLAAN 16

(Street)

THE HAGUE, P7

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
SNAP ON INC [SNA]

3. Date of Earliest Transaction
(Month/Day/Year)
05/03/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 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)	Price		
Common Stock	05/03/2007		M		3,000	A	\$ 43.6875	8,595	D
Common Stock	05/03/2007		M		3,000	A	\$ 32.08	11,595	D
Common Stock	05/03/2007		M		3,000	A	\$ 28.43	14,595	D
Common Stock	05/03/2007		S		100	D	\$ 55.33	14,495	D
Common Stock	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.

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(9-02)

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 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

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 ⁽²⁾	⁽³⁾	⁽³⁾	Common Stock	18,024.62

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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

05/03/2007

 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.

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