

SNAP ON INC
Form 4
May 01, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CHELBERG BRUCE

(Last) (First) (Middle)

**WHITMAN CORPORATION, 300
PARK BOULEVARD, SUITE 201**

(Street)

ITASCA,, IL 60143

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/30/2008

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	04/30/2008		A	1,946 A	\$ 0 (1) 34,827	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)

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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)	8. Price of Underlying Securities (Instr. 3 and 4)
Stock Option (Right to Buy)	\$ 31.938					Date Exercisable: 04/23/1999 Expiration Date: 04/23/2009	Common Stock	3,000
Stock Option (Right to Buy)	\$ 26.4375					Date Exercisable: 04/28/2000 Expiration Date: 04/28/2010	Common Stock	3,000
Stock Option (Right to Buy)	\$ 29.36					Date Exercisable: 04/27/2001 Expiration Date: 04/27/2011	Common Stock	3,000
Stock Option (Right to Buy)	\$ 32.08					Date Exercisable: 04/25/2002 Expiration Date: 04/25/2012	Common Stock	3,000
Stock Option (Right to Buy)	\$ 28.43					Date Exercisable: 04/24/2003 Expiration Date: 04/24/2013	Common Stock	3,000
Stock Option (Right to Buy)	\$ 33.55					Date Exercisable: 04/23/2004 Expiration Date: 04/23/2014	Common Stock	3,000
Stock Option (Right to Buy)	\$ 32.76					Date Exercisable: 04/22/2005 Expiration Date: 04/22/2015	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address Relationships

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Director 10% Owner Officer Other

CHELBERG BRUCE
WHITMAN CORPORATION X
300 PARK BOULEVARD, SUITE 201
ITASCA,, IL 60143

Signatures

Kenneth V. Hallett under Power of Attorney for Bruce S.
Chelberg

05/01/2008

__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) Grant of restricted stock from the Company.

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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