Washington, D.C. 20549

SECURITIES

2. Issuer Name and Ticker or Trading

SNAP ON INC Form 4 August 01, 2007

FORM 4

Check this box

if no longer

subject to

Section 16.

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Issuer

Form 4 or
Form 5
obligations
may continue.

See Instruction

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

Symbol

1(b).

(Print or Type Responses)

ELLEN MARTIN M

1. Name and Address of Reporting Person *

			SNAP ON INC [SNA]					(Check all applicable)			
(Last) 2801 80TH	3. Date of Earliest Transaction (Month/Day/Year) 07/31/2007					Director 10% Owner X Officer (give title Other (specification) below) SVP Finance & CFO		0% Owner other (specify			
				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 Person			
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Secu	rities Acq	uired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Date, if	3. Transactic Code (Instr. 8)	4. Securit on(A) or Dir (Instr. 3, 4	sposed	of (D)	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)	
Common Stock								30,843	I	By Limited Partnership (1)	
Common Stock								511.245	I	401(k) Plan	
Common Stock	07/31/2007			M	12,000	A	\$ 27.81	12,000	D		
Common Stock	07/31/2007			S	99	D	\$ 53.09	11,901	D		
Common Stock	07/31/2007			S	100	D	\$ 53.08	11,801	D		

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Common Stock	07/31/2007	S	201	D	\$ 53.07	11,600	D
Common Stock	07/31/2007	S	400	D	\$ 53.06	11,200	D
Common Stock	07/31/2007	S	613	D	\$ 53.05	10,587	D
Common Stock	07/31/2007	S	1,700	D	\$ 53.04	8,887	D
Common Stock	07/31/2007	S	1,087	D	\$ 53.03	7,800	D
Common Stock	07/31/2007	S	1,800	D	\$ 53.02	6,000	D
Common Stock	07/31/2007	S	1,100	D	\$ 53.01	4,900	D
Common Stock	07/31/2007	S	2,900	D	\$ 53	2,000	D

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

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SEC 1474 (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)	TransactionDerivative Ex Code Securities (M		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 Number Shares
Stock Option (Right to Buy)	\$ 27.81	07/31/2007		M		12,000	11/18/2004	11/18/2012	Common Stock	31,91
Stock Option (Right to Buy)	\$ 25.11						01/24/2005	01/24/2013	Common Stock	14,39
Stock Option	\$ 31.52						01/23/2006	01/23/2014	Common Stock	41,82

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(Right to Buy)					
Stock Option (Right to Buy)	\$ 33.75	02/18/2007	02/18/2015	Common Stock	40,00
Stock Option (Right to Buy)	\$ 39.35	(2)	02/16/2016	Common Stock	42,00
Stock Option (Right to Buy)	\$ 50.22	(3)	02/15/2017	Common Stock	40,00
Deferred Stock Units	<u>(4)</u>	<u>(5)</u>	<u>(5)</u>	Common Stock	452.20
Restricted Stock	<u>(4)</u>	<u>(6)</u>	<u>(6)</u>	Common Stock	24,00
Restricted Stock	<u>(4)</u>	<u>(7)</u>	<u>(7)</u>	Common Stock	18,50

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
ELLEN MARTIN M						
2801 80TH STREET			SVP Finance & CFO			
KENOSHA, WI 53143						

Signatures

Kenneth V. Hallett under Power of Attorney for Martin M. Ellen 08/01/2007

**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) Shares are held by Martin Robin Partners LP.
- (2) One half of the option vested on 2/16/2007 and the remainder vests on 2/16/2008.
- (3) One third of the option vests on each of 2/15/2008, 2/15/2009, and 2/15/2010.
- **(4)** 1 for 1.
- (5) Payment will begin within 30 days first beginning after the earliest date specified in advance of the deferral by the reporting person, death, disability, retirement or termination of employment.

Reporting Owners 3

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- (6) The stock vests on the achievement of certain company initiatives over the 2006-2008 period.
- (7) The stock vests on the achievement of certain company initiatives over the 2007-2009 period.
- (8) Exercise of Rule 16b-3 stock option.

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.