FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPRO	DVAL
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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* KELLY ARTHUR L					2. Issuer Name and Ticker or Trading Symbol SNAP ON INC [SNA]									Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 04/22/2005									Officer (give title below)			Other below)	(specify
KEL ENTERPRISES L.P. 20 SOUTH CLARK STREET, SUITE 2222				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) CHICAGO, IL 60603														X Form filed by One Reporting Person Form filed by More than One Report Person					
(City)	(State	e) ((Zip)																
		Tab	le I - N	on-Der	ivativ	ve S	ecurit	ies A	cquired,	Disp	ose	d of, o	r Ben	eficially	Owned				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da						2A. Deemed Execution Date, if any (Month/Day/Year)		, Transaction Code (Instr.			osed Of		ed (A) or tr. 3, 4	5. Amount Securities Beneficial Owned Following	neficially ned		vnership n: Direct r ect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amo	ount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		(111341. 4)
Common Sto	ck														11,652	.064		D	
Common Sto	ck														20,00	20,000		I	By Trusts ⁽¹⁾
			Table						quired, Di s, options	•				ally Owne s)	d				
1. Title of	2. Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	3A. Deem	Execution Date, if C		action	Derivative E		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount o Securities Underlying Security (Instr. 3 and 4		nt of	8. Price of Derivative Security (Instr. 5)	9. Numb	or of	10.	
Derivative Security (Instr. 3)	or Exercise Price of Derivative	Date	any	8	Code (In		Derivativ Securitie Acquired Disposed (Instr. 3,	re es d (A) or d of (D)	Expiration Da	ate	na	Securitie	s Underly	ing Derivative	Derivative Security	derivativ Securitie Benefici Owned Followin Reporte	es ially	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	or Exercise Price of Derivative	Date	any	ay/Year) 8	Code (In		Derivativ Securitie Acquired Disposed (Instr. 3,	re es d (A) or d of (D)	Expiration Da	ate		Securitie	s Underly (Instr. 3 a	ing Derivative	Derivative Security	derivativ Securitie Benefici Owned Followin	re es ially ng ed tion(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership
	or Exercise Price of Derivative	Date	any	ay/Year) 8	Code (In	nstr.	Derivativ Securitie Acquired Disposed (Instr. 3, 5)	re es d (A) or d of (D) 4 and	Expiration Da (Month/Day/\)	Expira Date		Securitie Security	s Underly (Instr. 3 a	ring Derivative nd 4) Amount or Number of	Derivative Security	derivativ Securitie Benefici Owned Followin Reporte Transact	ve es ially ing id tion(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership
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Stock Option (Right to Buy)	or Exercise Price of Derivative Security	Date	any	ay/Year) 8	Code (In	nstr.	Derivativ Securitie Acquired Disposed (Instr. 3,	re es d (A) or d of (D) 4 and	Expiration Da (Month/Day/Nonth/Day/\text{Nonth/Day/\text	Expira Date 04/26	ation 5/2006	Title Comm Stoc	s Underly (Instr. 3 a	Amount or Number of Shares 3,000	Derivative Security	derivativ Securitie Benefici Owned Followin Reporte Transact (Instr. 4)	ve es ally ng dd tion(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership
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Stock Option (Right to Buy) Stock Option (Right to Buy) Stock Option (Right to Buy) Stock Option (Right to Buy)	or Exercise Price of Derivative Security \$31.92 \$37.25 \$43.6875	Date	any	ay/Year) 8	Code (In	nstr.	Derivativ Securitie Acquired Disposed (Instr. 3,	re es d (A) or d of (D) 4 and	Date Exercisable 04/26/1996 04/25/1997 04/24/1998	Expira Date 04/26 04/25 04/24 04/23	ation 5/2006 5/2007	Title Comm Stoc Comm Stoc Comm Comm Stoc Comm Stoc Comm Stoc Comm	s Underly (Instr. 3 a	Amount or Number of Shares 3,000 3,000 3,000	Derivative Security	derivativ Securitie Beneficio Owned Followin Reporte Transact (Instr. 4)	re es sially ing sid tion(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership
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Explanation of Responses:

- 1. Shares reported are held by the Kelly Family Trust and the A.L. Kelly Trust for which the reporting person is a trustee and beneficiary.
- 2. The transaction was an option grant. Accordingly, the reporting price did not pay a price to obtain the option.
- 3. 1 for 1
- 4. Scheduled for issuance in equal annual installments after the earliest of November 15, 2012, or on death or retirement from the Board.

Remarks:

Jason D. Bartel under Power of 04/26/2005 Attorney for Arthur L. Kelly

** Signature of Reporting Person

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.