

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Miller Richard Thomas</u>  (Last) (First) (Middle) <u>2801 80TH STREET</u>  (Street) <u>KENOSHA WI 53143</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SNAP-ON Inc [ SNA ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>02/14/2019</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP, Gen Counsel &amp; Secretary</u>  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	02/14/2019		M <sup>(1)</sup>		282	A	(1)	2,103.5274	D	
Common Stock	02/14/2019		F <sup>(2)</sup>		105	D	\$155.92	1,998.5274	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Units	(3)	02/14/2019		D <sup>(1)</sup>			45	(1)	(1)	Common Stock	45	(1)	295	D	
Performance Units	(3)	02/14/2019		M <sup>(1)</sup>			282	(1)	(1)	Common Stock	282	(1)	13	D	
Performance Units	(3)	02/14/2019		M <sup>(1)</sup>			13	(1)	(1)	Common Stock	13	(1)	0	D	
Deferred Stock Units	(3)	02/14/2019		M <sup>(1)</sup>		13		(4)	(4)	Common Stock	13	(1)	32.4105 <sup>(5)</sup>	D	
Restricted Stock Units	(3)	02/14/2019		D <sup>(6)</sup>			95	(6)	(6)	Common Stock	95	(6)	338	D	
Stock Option (Right to Buy)	\$155.92	02/14/2019		A		4,500		02/14/2020 <sup>(7)</sup>	02/14/2029	Common Stock	4,500	\$0 <sup>(8)</sup>	4,500	D	
Restricted Stock Units	(3)	02/14/2019		A		576		(9)	(9)	Common Stock	576	\$0	576	D	
Performance Units	(3)	02/14/2019		A		576		(10)	(10)	Common Stock	576	\$0	576	D	
Stock Option (Right to Buy)	\$79.04							(11)	02/13/2023	Common Stock	3,000		3,000	D	
Stock Option (Right to Buy)	\$109.43							(11)	02/13/2024	Common Stock	3,500		3,500	D	
Stock Option (Right to Buy)	\$144.69							(11)	02/12/2025	Common Stock	4,000		4,000	D	
Stock Option (Right to Buy)	\$138.03							(11)	02/11/2026	Common Stock	4,500		4,500	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$168.7							02/09/2018 <sup>(7)</sup>	02/09/2027	Common Stock	4,750		4,750	D	
Stock Option (Right to Buy)	\$161.18							02/15/2019 <sup>(7)</sup>	02/15/2028	Common Stock	3,728		3,728	D	
Restricted Stock Units	(3)							(12)	(12)	Common Stock	126		126	D	
Performance Units	(3)							(13)	(13)	Common Stock	334		334	D	
Performance Units	(3)							(14)	(14)	Common Stock	433		433	D	

Explanation of Responses:

1. Based on Company performance during the 2016-2018 period, approximately 86.9% of the performance units vested (as previously disclosed, the reporting person had the opportunity to earn up to 200% of the number originally reported, subject to plan limits). The reporting person elected to defer the receipt of a portion of the underlying shares.
2. Shares were withheld to cover tax withholding upon the vesting of performance units.
3. 1 for 1.
4. Payment will be made in accordance with the reporting person's deferral election, death, disability or termination of employment.
5. This information is based on a plan statement dated December 31, 2018, as updated by the transaction being reported.
6. Based on Company performance during fiscal 2018, approximately 78.1% of the restricted stock units originally granted were earned (as previously disclosed, the reporting person had the opportunity to earn up to 200% of the number of units originally reported, subject to plan limits). Assuming continued employment through the end of fiscal 2020, the units will then vest in one installment and the shares will be issued shortly thereafter.
7. Original option grant vests in three annual installments beginning on the date listed in the "Date Exercisable" column.
8. The transaction was an option grant. Accordingly, the reporting person did not pay a price to obtain the option.
9. The restricted stock units may be earned based on the achievement of certain Company goals during fiscal 2019. Assuming continued employment through the end of fiscal 2021, any units earned will then vest in one installment and the shares will be issued shortly thereafter. The target number of units that may be earned is reported above; the maximum number is 200% of the number reported, subject to plan limits.
10. If the Company achieves certain goals over the 2019-2021 period, the performance units will vest and stock will be awarded. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported, subject to plan limits.
11. Option fully vested.
12. The restricted stock units were earned based on Company performance during fiscal 2017. Assuming continued employment through the end of fiscal 2019, the units will then vest in one installment and the shares will be issued shortly thereafter.
13. If the Company achieves certain goals over the 2017-2019 period, the performance units will vest and stock will be awarded. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported, subject to plan limits.
14. If the Company achieves certain goals over the 2018-2020 period, the performance units will vest and stock will be awarded. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported, subject to plan limits.

/s/ Ryan S. Lovitz under Power of Attorney for Richard T. Miller                      02/18/2019

\*\* Signature of Reporting Person                      Date

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.

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