SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMP Number 2025 0007

	hours per response:	0.5									
Estimated average burden											
Ш	OWD Number.	3233-0207									

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

A Name and Addre	(Demontion D	*	2. Issuer Name and Ticker or Trading Symbol	5 Rela	ationship of Reporting Pe	erson(s) to Issuer				
1. Name and Address of Reporting Person [®] HOLDEN JAMES P			Snap-on Inc [SNA]		(Check all applicable)					
				X	Director	10% Owner				
(Last) (First) (Middle) SNAP-ON INCORPORATED		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/29/2021		Officer (give title below)	Other (specify below)				
2801 80TH STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Fili	ual or Joint/Group Filing (Check Applicable				
(Street)				X	Form filed by One Re	porting Person				
KENOSHA	WI	53143			Form filed by More th Person	an One Reporting				
(City)	(State)	(Zip)								

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)	Transaction Code (Instr.		4. Securities Disposed Of			Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	01/29/2021		A ⁽¹⁾		69	Α	\$179.99	23,668.7819 ⁽²⁾	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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/N	ate	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				
Restricted Stock Units	(3)							(4)	(4)	Common Stock	9,607		9,607	D	

Explanation of Responses:

1. Payment of fees in stock under the Company's Directors' 1993 Fee Plan.

2. Includes 145.4556 shares acquired under a dividend reinvestment plan.

3.1 for 1.

4. All restrictions lapse upon the earliest of retirement from the Board, death or a change in control; the reporting person will receive the underlying shares in one lump sum upon the earliest of the reporting person's 70th birthday (if the reporting person retires from the Board before that time), death or a change in control

/s/ Ryan S. Lovitz under Power of Attorney for James P. 02/01/2021

<u>Holden</u>

** 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.

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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Richard T. Miller, Mary E. Bauerschmidt, Ryan S. Lovitz, Kenneth V. Hallett and Mitchell Lindstrom, signing singly, and with full power of substitution, as the undersigned?s true and lawful attorney-in -fact to:

(1) execute for and on behalf of the undersigned, in the undersigned?s capacity as an officer and/or director of Snap-on Incorporated (the ?Company?), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder (the ?Exchange Act?), Form 144 in accordance with Rule 144 under the Securities Act of 1933 (?Rule 144?) and any other forms or reports, including, but not limited to, a Form ID, that the undersigned may be required to file in connection with the undersigned?s ownership, acquisition or disposition of securities of the Company;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, Form 144 or other form or report, complete and execute any amendment or amendments thereto and timely file such form or report with the Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney in fact may approve in such attorney in fact?s discretion.

The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in fact?s substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted.The undersigned acknowledges that the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned?s responsibilities to comply with Section 16 of the Exchange Act or Rule 144.

This Power of Attorney revokes any previous Power of Attorney filed with the Company for the purposes set forth herein and shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned?s holdings of and transactions in securities issued by the Company, unless expressly revoked before that time.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 8th day of November 2018.

/s/ James P. Holden James P. Holden