

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
Under the Securities Exchange Act of 1934

(Amendment No. 6)*

Snap-On Incorporated

(Name of Issuer)

Common Stock

(Title of Class and Securities)

833034104

(CUSIP Number of Class of Securities)

Check the following box if a fee is being paid with this statement / /. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class. See Rule 13d-7).

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SEC 1745 (10-88)

(Continued on following page(s))

CUSIP No. 833034101 13G

(1) NAMES OF REPORTING PERSONS
Southeastern Asset Management, Inc. I.D. No. 62-0951781

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
(a)
(b) X

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Tennessee

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH : (5) SOLE VOTING POWER
: (Discretionary Accounts)
None

WITH : (6) SHARED OR NO VOTING POWER
: None (No Vote)

: (7) SOLE DISPOSITIVE POWER

: None

: (8) SHARED OR NO DISPOSITIVE
POWER

: None

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
(Discretionary & Non-discretionary Accounts)
None

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES
CERTAIN SHARES

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.0 %

(12) TYPE OF REPORTING PERSON
IA

CUSIP No. 833034101

13G

(1) NAMES OF REPORTING PERSONS
O. Mason Hawkins

I.D. No. 257-72-3256

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
(a)
(b) X

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Citizen of United States

NUMBER OF SHARES BENEFICIALLY
OWNED BY EACH REPORTING PERSON
WITH

: (5) SOLE VOTING POWER
: (Discretionary Accounts)
: None

: (6) SHARED VOTING POWER

: None

: (7) SOLE DISPOSITIVE POWER

: None

: (8) SHARED DISPOSITIVE POWER

: None

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
None (See Item 3)

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES
CERTAIN SHARES

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.0%

(12) TYPE OF REPORTING PERSON
IN

Item 1.

- (a). Name of Issuer: Snap-On Tools Corporation
("Issuer")
- (b). Address of Issuer's Principal Executive Offices:

2801 80th Street
Kenosha, WI 53141

Item 2.

- (a) and (b). Names and Principal Business Addresses of
Persons Filing:
 - (1). Southeastern Asset Management, Inc.
6075 Poplar Ave., Suite 900
Memphis, TN 38119
 - (2). Mr. O. Mason Hawkins
Chairman of the Board and C.E.O.
Southeastern Asset Management, Inc.
6075 Poplar Ave., Suite 900
Memphis, TN 38119
- (c). Citizenship:

Southeastern Asset Management, Inc. - A Tennessee
corporation
Mr. O. Mason Hawkins - U.S. Citizen
- (d). Title of Class of Securities: Common Stock (the
"Securities").
- (e). Cusip Number: 833034101

The following Items are amended to read as follows:

Item 4. Ownership:

- (a). Amount Beneficially Owned:
None
- (b). Percent of Class:
0.0 %
- (c). Number of shares as to which such person has:
 - (i). sole power to vote or to direct the vote: None
 - (ii). shared power or no power to vote or to direct
the vote: None
 - (iii). sole power to dispose or to direct the
disposition of: None
 - (iv). shared or no power to dispose or to direct
the disposition of: None

Item 5. Ownership of Five Percent or Less of a Class: This
amendment is filed to report the beneficial ownership
of less than 5% of the Class.

Item 10. Certification: By signing below I certify that, to
the best of my knowledge and belief, the securities referred
to above were acquired in the ordinary course of business and
were not acquired for the purpose and do not have the effect
of changing or influencing the control of the issuer of such

securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

Signatures

After reasonable inquiry and to the best of the knowledge and belief of the undersigned, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: June 5, 1995 Southeastern Asset Management, Inc.

By /s/ Charles D. Reaves

Charles D. Reaves
Vice President and General Counsel

O. Mason Hawkins, Individually
/s/ O. Mason Hawkins

Joint Filing Agreement

In accordance with Rule 13d-1(f) under the Securities Exchange Act of 1934, the persons or entities named below agree to the joint filing on behalf of each of them of this Schedule 13G with respect to the Securities of the Issuer and further agree that this joint filing agreement be included as an exhibit to this Schedule 13G. In evidence thereof, the undersigned hereby execute this Agreement as of the 5th day of June, 1995.

Southeastern Asset Management, Inc.
By /s/ Charles D. Reaves

Charles D. Reaves
Vice President & General Counsel

O. Mason Hawkins, Individually
/s/ O. Mason Hawkins
