SEC Form 4	
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Restricted Stock Units

Performance Units (9)

(9)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

								Was	shington	, D.C. 1	20549						ОМВ	APPRO	VAL	
Check I	Section 16. Form 4 or Form 5														3235-0287					
U obligati	Section 16. Form 4 of 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															ated ave	ē	0.5		
					_			.,				of 1940		5 Pol	ationship of	Peporting	Porco	un(c) to lecu	or	
															tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner					
,					-L									x	Officer (give title		Other (s		
(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 04/05/2021														Delow)	& Preside	ent - F	below) RS&I Gro	מט		
	N INCORPO	ORATED			ľ	1,00,2	021													
2801 801	TH STREET				_ 4.	If Ame	ndme	ent, Date	e of Orig	jinal Fi	ed (Month/Day	//Year)		6. Indi	ividual or Jo	int/Group	Filing (Check App	licable	
(Street)						Li										Line) X Form filed by One Reporting Perso				
KENOSH	IA WI	[53143												Form file	•		One Report		
(City)	(Sta	ate)	(Zip)												Person					
		Та	ble I -	Non-Der	ivati	ve Se	cur	ities A	Acquir	red, C) isposed o	f, or E	enefi	cially (Owned					
1. Title of S	Security (Instr.	3)		2. Transact Date	tion		Deem		3. Tranca	otion	4. Securities A Of (D) (Instr. 3			isposed	5. Amoun				7. Nature of Indirect	
		(Month/Day	y/Year)) if an	Execution Date, if any (Month/Day/Year)		Transaction Code (Instr. 8)		OI (D) (IIISU: 3	, 4 anu 5	i and 5)		Securities Beneficial Owned Fo		Form: Direct (D) or Indirect (I) (Instr. 4)		Beneficial Ownership			
									Code	v	Amount	(A) or (D)	Price		 Reported Transaction (Instr. 3 and 1) 				(Instr. 4)	
Common	Stock			04/05/2	2021	1			M ⁽¹⁾		3,400	A	\$1	55.92	48,943.423 ⁽²⁾			D		
Common	Stock			04/05/2	2021				M ⁽¹⁾		3,249	A	\$1	55.34	52,192.423		D			
Common	Stock			04/05/2	2021	21			S ⁽¹⁾		6,649	D	\$234	4.993 ⁽³⁾	45,543.423			D		
Common Stock 04/06/202											8,056	Α	\$1	55.92	53,599.423			D		
Common Stock 04/06/202							21				5,335	Α	\$155.34		58,934.423			D		
Common	2021	21			S ⁽¹⁾		12,160	D	D \$235.1264 ⁽⁴⁾		46,774.423			D						
Common Stock 04/06/202							L		S ⁽¹⁾		1,231	D	D \$235.9198 ⁽⁵⁾		45,543.423			D		
			Table								sposed of,				wned		1	!		
1. Title of	2.	3. Transaction	3A. De		puts	s, cai	· ·	umber			s, convertil				8. Price of	9. Numb	er of	10.	11. Nature	
Derivative Security	Conversion Date Ex or Exercise (Month/Day/Year) if a			kecution Date, Tr any C		action (Instr.	ion of str. Derivative		Expiration Date (Month/Day/Year)		te	of Securities Underlying			Derivative Security	derivativ Securitie	/e Ov es Fo	Ownership Form:	Beneficia	
(Instr. 3)	Price of Derivative Security		(Month	/Day/Year)	8)		Acq	urities uired or				Derivative (Instr. 3 an			(Instr. 5)	Beneficia Owned Following	.	Direct (D) or Indirect (I) (Instr. 4)		
			(A) or Disposed of (D)										Reported	ř	(i) (iii5ti: 4)	´				
							(Ins and	tr. 3, 4 5)								(Instr. 4)				
														Amount or						
					A				Date		Expiration			Number of						
Stock					Code	V	(A)	(D)	Exercis	sable	Date	Title		Shares						
Option (Right to Buy)	\$155.92	04/05/2021		1				3,400	02/14/2	2020 ⁽⁶⁾	02/14/2029		mon ock	3,400	(7) 22,3		50 D			
Stock Option (Right to Buy)	\$155.34	04/05/2021			M ⁽¹⁾			3,249	02/13/2	2021 ⁽⁶⁾	02/13/2030		mon ock	3,249	(7) 22,50		,501 D			
Stock																				
Option (Right to Buy)	\$155.92	04/06/2021			M ⁽¹⁾			8,056	02/14/2	2020 ⁽⁶⁾	02/14/2029		mon ock	8,056	(7) 14,29		94	D		
Stock Option (Right to Buy)	\$155.34	04/06/2021			M ⁽¹⁾			5,335	02/13/2	2021 ⁽⁶⁾	02/13/2030		mon ock	5,335	(7)	17,10	66	D		
Stock Option (Right to Buy)	\$168.7								(1	8)	02/09/2027		mon ock	42,000		42,00	00	D		
Stock Option (Right to Buy)	\$161.18								(1	8)	02/15/2028		mon ock	28,646		28,64	46	D		
Stock Option (Right to Buy)	\$189.89								02/11/2	2022 ⁽⁶⁾	02/11/2031	Com	mon , ock ⁻	15,275		15,2	75	D		

Common Stock

Common Stock 2,381

3,104

2,381

3,104

D

D

02/11/2024⁽¹⁰⁾

(11)

02/11/2024⁽¹⁰⁾

(11)

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	conversion r Exercise rice of verivative ecurity				oosed D) tr. 3, 4	6. Date Exercis Expiration Date (Month/Day/Yea	7. Title an of Securit Underlyin Derivative (Instr. 3 an	ies g Security	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	(9)							(12)	(12)	Common Stock	2,947		2,947	D	
Performance Units	(9)							(13)	(13)	Common Stock	4,764		4,764	D	

Explanation of Responses:

1. The option was exercised and the underlying shares were sold pursuant to a Rule 10b5-1 Plan.

2. Includes 0.0305 shares acquired under a dividend reinvestment plan.

3. This transaction was executed in multiple trades at prices ranging from \$234.80 to \$235.38. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effectuated.

4. This transaction was executed in multiple trades at prices ranging from \$234.80 to \$235.785. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effectuated.

5. This transaction was executed in multiple trades at prices ranging from \$235.80 to \$236.08. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effectuated.

6. Original stock option grant vests in three annual installments beginning on the date listed in the "Date Exercisable" column.

7. Exercise of Rule 16b-3 stock option pursuant to a Rule 10b5-1 Plan.

8. Option fully vested.

9.1 for 1.

10. The restricted stock units vest three years from the grant date on the date listed above, assuming continued employment.

11. 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.

12. If the Company achieves certain goals over the 2020-2022 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.

13. If the Company achieves certain goals over the 2021-2023 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.

<u>/s/ Ryan S. Lovitz under Power</u> of Attorney for Thomas J. Ward 04/06/2021

** Signature of Reporting Person Date

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

 \ast 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, Kenneth V. Hallett, Mitchell Lindstrom and Ryan S. Lovitz, 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 27th day of February 2019.

/s/ Thomas J. Ward Thomas J. Ward