SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

$\begin{array}{c} \text{SCHEDULE 13 G} \\ \text{Under the Securities Exchange Act of 1934} \end{array}$

Amendment No. *

Name of Issuer: SNAP-ON INC.

Title of Class of Securities: COMMON

CUSIP Number: 83303410

*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 cover age.

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).

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CUSIP NO. 83303410

 Name of Reporting Person, S.S. or I.R.S. Identification No. of above person:

First Manhattan Co. 13-1957714

- 2. Check the appropriate box if a member of a group:
 - (a) []
 - (b) [X]

- 3. SEC Use Only
- 4. Citizenship or Place of Organization:

 New York

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. Sole Voting Power: 96,450

6. Shared Voting Power: 3,785,146

7.	Sole Dispositive Power:	6,450		
8.	Shared Dispositive Power:	3,931,396		
9.	Aggregate Amount Beneficially Owned Each Reporting Person:	by 4,027,846**		
10.	Check Box If The Aggregate Amount in Row (9) excludes Certain Shares []			
11.	Percent of Class Represented by Amount in Row 9: 6.80%			
12. Type of Reporting Person:				
	BD, IA, PN			
** Includes 79,475 shares owned by family members of General Partners of First Manhattan Co. which are being reported for informational purposes. First Manhattan Co. disclaims dispositive power as to 35,800 of such shares and beneficial ownership as to 43,675 of such shares.				
Page 2 of 4				
Item 1(a) Name of Issuer:	SNAP-ON INC.		
Item 1(b) Address of Issuer's Principal Executive Offices:	10801 CORPORATE DRIVE PLEASANT PRAIRIE, WI 53158-1603		
Item 2(a) Name of Person Filing:	First Manhattan Co.		
Item 2(b) Address Principal Business Office: 437 Madison Avenue New York, NY 10022				
Item 2(c) Citizenship:	U.S.A.		
Item 2(d) Title of Class of Securities:	COMMON		
Item 2(e) CUSIP Number:	83303410		
Item 3	3 Check whether the person filing is a:			
Item 3(a) [X] Broker or Dealer registered under Section 15 of the Act.				
Item 3(b) - (d) Not applicable.				
Item 3(e) [X] Investment Advisor registered under Section 203 of the Investment Advisors Act of 1940.				
Item 3(f) - (h) Not applicable.				
Item 4(a) Amount Beneficially Owned:	4,027,846**		
Item 4(b) Percent of Class:	6.80%		
Item 4(c) Number of shares as to which such person has:				
(i) sole power to vote or to direct the vote 96,450				
(ii) shared power to vote or to direct the vote		ote 3,785,146		
(iii) sole power to dispose or to direct the disposition of 96,450				
(iv) sha	red power to dispose or to direct th disposition of	e 3,931,396		

Item 6	Ownership of More than Five Percent on Behalf of Another Person:	Not applicable.	
Manhatta Manhatta	des 79,475 Shares owned by family members on Co. which are being reported for in n Co. disclaims dispositive power as to all ownership as to 43,675 of such shares.	formational purposes. First	
	Page 3 of 4		
Item 7	Identification and Classification of the Which Acquired the Security Being Reported By the Parent Holding Company	on	
Item 8	Identification and Classification of Member Of the Group	rs Not applicable.	
Item 9	Notice of Dissolution of Group	Not applicable.	
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 of 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 purpose or effect.			
Signatur	e:		
	easonable inquiry and to the best of my knowinformation set forth in this statement is		
February	11, 1999		
Date			
Signatur	e		
Neal K.	Stearns, General Partner		
Name/Tit	le		

Item 5 Ownership of Five Percent or Less of Class: []