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SNAP ON INC Form 8-K January 22, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) January 22, 2003

Snap-on Incorporated (Exact name of registrant as specified in its charter)

Delaware 1-7724 39-0622040
----(State or other jurisdiction of (Commission File Number) (I.R.S. Employer incorporation or organization) Identification No.)

Registrant's telephone number, including area code: (262) 656-5200

Item 7. Financial Statements and Exhibits

(c) Exhibits

99 Press Release of Snap-on Incorporated, dated January 22, 2003

Item 9. Regulation FD Disclosure

On January 22, 2003, Snap-on Incorporated (the "Corporation") issued a press release entitled "Snap-on Reports Fourth-quarter EPS of \$0.56 and Full-year 2002 EPS of \$1.81; Strong 2002 Cash Flow Benefits from Operational Fitness Initiatives; 10%-15% Earnings Growth Expected for 2003." The text of the press release is filed herewith as Exhibit 99 and incorporated herein by reference. The press release also contains cautionary statements identifying important factors that could cause actual results of the Corporation to differ materially

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from those described in any forward-looking statement of the Corporation.

EXHIBIT INDEX

Exhibit Number Description

99 Press Release of Snap-on Incorporated, dated

January 22, 2003

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, Snap-on Incorporated has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SNAP-ON INCORPORATED

Date: January 22, 2003 By: /s/ Martin M. Ellen

Martin M. Ellen, Principal Financial Officer, Senior Vice President - Chief Financial Officer