

SNAP ON INC
Form 3/A
March 23, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Ward Thomas J		(Month/Day/Year)	SNAP ON INC [SNA]	
(Last)	(First)	(Middle)	03/14/2005	
2801 80TH STREET		4. Relationship of Reporting Person(s) to Issuer		
(Street)		(Check all applicable)		
KENOSHA, WI 53141		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP - President, Diag. & Info.		
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)	
			03/16/2005	
1. Title of Security		2. Amount of Securities Beneficially Owned		3. Ownership
(Instr. 4)		(Instr. 4)		Form: Direct (D) or Indirect (I)
Common Stock ⁽¹⁾		197.298		D
				4. Nature of Indirect Beneficial Ownership (Instr. 5)
				W

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock ⁽¹⁾	197.298	D	W

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of			

Edgar Filing: SNAP ON INC - Form 3/A

				Shares		(I) (Instr. 5)	
Stock Option (Right to Buy)	01/22/2001	01/22/2009	Common Stock	2,000	\$ 34.5	D	Â
Stock Option (Right to Buy)	01/28/2002	01/28/2010	Common Stock	5,000	\$ 26.375	D	Â
Stock Option (Right to Buy)	05/29/2003	05/29/2011	Common Stock	10,000	\$ 29.16	D	Â
Stock Option (Right to Buy)	01/25/2004	01/25/2012	Common Stock	9,000	\$ 32.22	D	Â
Stock Option (Right to Buy)	01/24/2005	01/24/2013	Common Stock	7,000	\$ 25.11	D	Â
Stock Option (Right to Buy)	Â <u>(2)</u>	01/23/2014	Common Stock	7,200	\$ 31.52	D	Â
Stock Option (Right to Buy)	Â <u>(3)</u>	01/22/2009	Common Stock	6,480	\$ 33.75	D	Â
Restricted Stock Units	Â <u>(4)</u>	Â <u>(4)</u>	Common Stock	7,500	\$ <u>(5)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ward Thomas J 2801 80TH STREET KENOSHA, WI 53141	Â	Â	Â VP - President, Diag. & Info.	Â

Signatures

Jason D. Bartel under Power of Attorney for Thomas J. Ward 03/23/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) This amendment is being filed for the sole purpose of including the power of attorney attached hereto.

(2) One half of the option vested on 1/23/2005 and the other half vests on 1/23/2006.

(3) One half of the option vests on 2/18/2006 and the other half vests on 2/18/2007.

(4) The units vest on the achievement of certain company initiatives over the 2003-2005 period.

(5) 1 for 1

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.