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SNAP ON INC Form 8-K April 22, 2004

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)

April 22, 2004

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.)

10801 Corporate Drive, Pleasant Prairie, Wisconsin 53158-1603 ______

(Address of principal executive offices)

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

Item 7. Financial Statements and Exhibits

(c) Exhibits

Press Release of Snap-on Incorporated, dated April 22, 2004

Item 12. Results of Operations and Financial Condition _____

On April 22, 2004, Snap-on Incorporated (the "Corporation") issued a press release entitled "Snap-on Announces EPS of \$0.22 for First-quarter 2004; Reports strong cash flow from operating activities; Reaffirms 2004 EPS guidance." The text of the press release is incorporated herein by reference. The press release is being furnished pursuant to Item 12 - Results of Operations and Financial Condition.

The press release also contains cautionary statements identifying important factors that could cause actual results of the Corporation to differ materially from those described in any forward-looking statement of the Corporation.

The press release also contains information concerning the impacts of foreign currency translation on certain items of reported results, and this information may include non-GAAP financial measures. The Corporation presents information in

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this manner to show changes in these items of reported results apart from those related to the quarterly volatility of foreign currency changes.

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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: April 22, 2004 By: /s/ Martin M. Ellen

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

Chief Financial Officer

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EXHIBIT INDEX

Exhibit Number Description

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Press Release of Snap-on Incorporated, dated April 22, 2004 entitled "Snap-on Announces EPS of \$0.22 for First-quarter 2004; Reports strong cash flow from operating activities;

Reaffirms 2004 EPS guidance."

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