FASTENAL CO Form 4 April 21, 2016

#### FORM 4

### OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

Expires: January 31, 2005

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Addre Polipnick Gary	•	ng Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 2413 ADVANCE ROAD		(Middle)	FASTENAL CO [FAST]  3. Date of Earliest Transaction	(Check all applicable)			
		,	(Month/Day/Year) 04/19/2016	Director 10% OwnerX_ Officer (give title Other (specifically below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	Executive Vice President  6. Individual or Joint/Group Filing(Check Applicable Line)			
MADISON, W	I 53718			_X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip)			Table I Non Derivative Securities Acquired Disposed of or Ranaficially Owns				

(City)	(State) (2	Table	I - Non-De	n-Derivative Securities Acquired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock			Code V	Amount (D) Price	61,059 (3)	D			
Common Stock					898	I	Held by Spouse		
Common Stock					1,862 (4)	I	Held in custodian account for Daughter		
Common Stock					963 (4)	I	Held in custodian		

account for

#### Edgar Filing: FASTENAL CO - Form 4

Common Stock				. "		,997 <u>(5)</u>	I	Daughter Held in 401(K) Plan		
Reminder: Report on a separate line for each class of securities benefic			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.				SEC 1474 (9-02)			
	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)	Derivative Conversion (Month/Day/Year) Security or Exercise		3A. Deemed Execution Date, if any (Month/Day/Year)	Code	Transaction Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy)	\$ 46	04/19/2016		A	9,782	<u>(1)</u>	05/31/2025	Common Stock	9,782	
Employee Stock Option (Right to Buy)	\$ 27					(2)	05/31/2018	Common Stock	30,000	
Employee Stock Option (Right to Buy)	\$ 54					<u>(1)</u>	05/31/2021	Common Stock	2,500	
Employee Stock Option (Right to Buy)	\$ 56					<u>(1)</u>	05/31/2023	Common Stock	80,000	

Employee Stock

\$ 42

05/31/2024 Common 10,714 Stock

<u>(1)</u>

Option (Right to Buy)

#### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Polipnick Gary A. 2413 ADVANCE ROAD MADISON, WI 53718

**Executive Vice President** 

#### **Signatures**

/s/ John J. Milek, Attorney-in-Fact 04/21/2016

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).
- These options will fully vest and become exercisable over a period of five years, with 50% vesting and becoming exercisable halfway (1) through the relevant vesting period, and the remainder vesting and becoming exercisable incrementally (20%, 20% and 10%) each year thereafter.
- (2) These options will fully vest and become exercisable over a period of eight years, with 50% vesting and becoming exercisable halfway through the relevant vesting period, and the remainder vesting and becoming exercisable proportionately each year thereafter.
- (3) Includes 1,735 shares maintained in a self-directed IRA.
- (4) Reporting person disclaims beneficial ownership of these shares.
- (5) Shares attributed to reporting person's account with issuer's 401(K) Plan as of April 20, 2016.

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.

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