

FASTENAL CO
Form 3
January 18, 2011

FORM 3

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

OMB APPROVAL

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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 *

Â Camp Michael Scott

(Last) (First) (Middle)

25024 COUNTY ROAD 9

(Street)

WINONA,Â MNÂ 55987

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/17/2011

3. Issuer Name **and** Ticker or Trading Symbol
FASTENAL CO [FAST]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Executive Vice President

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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

3,188 ⁽³⁾

D

Â

Common Stock

4,527

I

These shares are indirectly owned thru the issuers 401(K) plan as of December 31, 2010

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

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Common Stock	Â (1)	05/31/2016	Common Stock	20,000	\$ 45	D	Â
Common Stock	Â (2)	05/31/2019	Common Stock	30,000	\$ 60	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Camp Michael Scott 25024 COUNTY ROAD 9 WINONA, MN 55987	Â	Â	Â Executive Vice President	Â

Signatures

/s/ John J. Milek,
Attorney-in-Fact

01/18/2011

__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) The options will fully vest and become exercisable over a period of eight years, with 50% of the options vesting and becoming exercisable half way through the relevant vesting period, which is May 1, 2011, and the remainder vesting and becoming exercisable proportionately on each anniversary of the date of the grant of the option occurring after the initial 50% vesting date thru the date of expiration.

(2) The options will fully vest and become exercisable over a period of eight years, with 50% of the options vesting and becoming exercisable half way through the relevant vesting period, which is May 1, 2014, and the remainder vesting and becoming exercisable proportionately on each anniversary of the date of the grant of the option occurring after the initial 50% vesting date thru the date of expiration.

(3) These shares are jointly owned with reporting person's spouse.

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

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