

FASTENAL CO
Form 3
July 30, 2012

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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Polipnick Gary A.</p> <p>(Last) (First) (Middle)</p> <p>2413 ADVANCE ROAD</p> <p>(Street)</p> <p>MADISON, WI 53718</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/23/2012</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>FASTENAL CO [FAST]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Executive Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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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	54,072 ⁽¹⁾	D	Â
Common Stock	1,728 ⁽²⁾	D	Â
Common Stock	895 ⁽²⁾ ⁽³⁾	I	Held by Spouse
Common Stock	2,468 ⁽³⁾	I	Held by Daughter
Common Stock	1,789 ⁽³⁾	I	Held in custodian account for Daughter
Common Stock	893 ⁽³⁾	I	Held in custodian account for Daughter
Common Stock	2,661 ⁽³⁾	I	By Trust ⁽⁴⁾
Common Stock	3,033 ⁽⁷⁾	I	Held in 401(K) Plan

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 (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (Right to Buy)	Â (5)	05/31/2016	Common Stock	10,000	\$ 22.5	D	Â
Employee Stock Option (Right to Buy)	Â (5)	05/31/2018	Common Stock	30,000	\$ 27	D	Â
Employee Stock Option (Right to Buy)	Â (6)	05/31/2021	Common Stock	2,500	\$ 54	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Polipnick Gary A. 2413 ADVANCE ROAD MADISON, WI 53718	Â	Â	Â Executive Vice President	Â

Signatures

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

07/30/2012

**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) Shares held jointly by reporting person and his spouse.
- (2) Shares maintained in a self-directed IRA.
- (3) Reporting person disclaims beneficial ownership of these shares.
- (4) Reporting person's spouse serves as a Trustee of a Trust maintained for the benefit of spouse's sibling.

- (5) This option will vest and become exercisable over a period of eight years, with 50% of the option vesting and becoming exercisable half way through the relevant vesting period and the remainder vesting and becoming exercisable proportionately on each anniversary of the date of grant of the option occurring after the initial 50% vesting date.
- (6) This option will vest and become exercisable over a period of five years, with 50% of the option vesting and becoming exercisable half way through the relevant vesting period and the remainder vesting and becoming exercisable incrementally (20%,20% and 10%

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respectively) on each anniversary of the date of grant of the option occurring after the initial 50% vesting date.

(7) Shares attributed to reporting person's account within issuer's 401(K) Plan as of June 30, 2012.

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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