

FASTENAL CO  
Form 3  
December 21, 2016

**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 * |         | 2. Date of Event Requiring Statement  | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |   |
| Â Drazkowski William Joseph               |         | (Month/Day/Year)  | FASTENAL CO [FAST]                                 |   |
| (Last)                                    | (First) | (Middle)  | 12/20/2016   |   |
| 806 OLYMPIC DRIVE                         |         | 4. Relationship of Reporting Person(s) to Issuer  |  | 5. If Amendment, Date Original Filed(Month/Day/Year)  |
| (Street)                                  |         | (Check all applicable)  |  | 6. Individual or Joint/Group Filing(Check Applicable Line)  |
| ONALASKA,Â WIÂ 54650                      |         | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
| (City)                                    | (State) | (Zip)   | Executive Vice-President                           |   |

**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                    | 960   | D  | Â   |
| Common Stock                    | 626 <sup>(3)</sup>                                    | I  | Owned by father                                       |
| Common Stock                    | 1,035 <sup>(4)</sup>                                  | 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)

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**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) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

## Edgar Filing: FASTENAL CO - Form 3

|                                      | Date Exercisable | Expiration Date | (Instr. 4)<br>Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) |   |
|--------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|---|
| Employee Stock Option (Right to Buy) | Â (1)            | 05/31/2018      | Common Stock        | 7,500                      | \$ 27                        | D  | Â |
| Employee Stock Option (Right to Buy) | Â (1)            | 05/31/2023      | Common Stock        | 2,500                      | \$ 56                        | D  | Â |
| Employee Stock Option (Right to Buy) | Â (2)            | 05/31/2024      | Common Stock        | 11,904                     | \$ 42                        | D  | Â |
| Employee Stock Option (Right to Buy) | Â (2)            | 05/31/2025      | Common Stock        | 2,717                      | \$ 46                        | D  | Â |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| Drazkowski William Joseph<br>806 OLYMPIC DRIVE<br>ONALASKA, WI 54650 | Â             | Â         | Â Executive Vice-President | Â     |

## Signatures

John J. Milek,  
Attorney-in-Fact

12/21/2016

\*\*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% vesting and becoming exercisable halfway through the relevant vesting period, and the remainder vesting and becoming exercisable proportionately each year thereafter.
- (2) The options will fully vest and become exercisable over a period of five years, with 50% vesting and becoming exercisable halfway through the relevant vesting period, and the remainder vesting and becoming exercisable incrementally (20%, 20% and 10%) each year thereafter.
- (3) The shares are owned by the reporting person's father, but the reporting person maintains investment and voting authority over these shares. The reporting person disclaims beneficial ownership over these shares.
- (4) Shares are attributed to reporting person's account within issuers 401(K) Plan.

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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