

**Report of Organizational Actions  
 Affecting Basis of Securities**

OMB No. 1545-2224

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>Fastenal Company</b>		2 Issuer's employer identification number (EIN) <b>41-0948415</b>	
3 Name of contact for additional information <b>Sheryl Lisowski</b>	4 Telephone No. of contact <b>507-453-8550</b>	5 Email address of contact <b>slisowk@fastenal.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>2001 Theurer Boulevard</b>		7 City, town, or post office, state, and Zip code of contact <b>Winona, MN 55987</b>	
8 Date of action <b>05-02-2011</b>	9 Classification and description <b>Common Stock - 2 for 1 Stock Split</b>		
10 CUSIP number	11 Serial number(s)	12 Ticker symbol <b>FAST</b>	13 Account number(s)

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On April 19, 2011, Fastenal Company's board of directors approved a two-for-one stock split of the Company's outstanding common stock. Holders of the Company's common stock of record at the close of business on May 2, 2011, received one additional share of common stock for every share of common stock owned. The stock split took effect on May 20, 2011.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ As a result of the two for one stock split, the total basis of a U.S. taxpayers' investment in Fastenal Company stock will remain the same. However, the basis of each share previously owned will be 50% less and the basis of the additional share received in the two for one stock split will equal the remaining 50% basis.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ The basis of each "old" share would be divided by 2 with the "old" share taking 50% of the basis and the "new" share received in the two-for-one stock split taking the other 50% basis. Example: U.S. taxpayer owns 1 share of Fastenal Stock on April 1, 2011 with a cost basis of \$100. After the stock split, the U.S. taxpayer will have 2 shares, each with a \$50 basis.

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶  
The share split is a non-taxable event to the shareholder pursuant to Internal Revenue Code Section 305(a), which states that the distributions of a corporation's own stock made with respect to its stock are not taxable to a shareholder. However, pursuant to Internal Revenue Code Section 307(a), the shareholder must compute basis for the split shares received by allocating the basis for the old shares between the old and new stock.

18 Can any resulting loss be recognized? ▶ The two-for-one stock split will not result in a loss that can be recognized.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶  
The two-for-one stock split does not result in a reportable transaction for a U.S. taxpayer. The transaction only adjusts the tax basis of each share owned as discussed in question 15 and 16.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Sign Here**

Signature ▶ *Daniel L. Florness* Date ▶ 1-17-12

Print your name ▶ Daniel Florness Title ▶ CFO and Treasurer

**Paid Preparer Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
<u>Martha Kipfer</u>	<u><i>Martha Kipfer</i></u>	<u>1-17-12</u>		<u>PO0321534</u>
Firm's name	Firm's EIN		Firm's address	
<u>Deloitte Tax LLP</u>	<u>86-1065772</u>		<u>50 South 6th Street Minneapolis, MN 55402</u>	
Firm's address	Phone no.			
<u>50 South 6th Street Minneapolis, MN 55402</u>	<u>612-397-4000</u>			