

FORM 4

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * Lisowski Sheryl Ann (Last) (First) (Middle) 155 WILDWOOD DRIVE (Street) WINONA, MN 55987 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol FASTENAL CO [FAST]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CAO/CONTROLLER/TREASURER
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">11/10/2023</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/10/2023		M		3,828	A	\$23.5	8,924	D	
Common Stock	11/10/2023		S		3,828	D	\$60	5,096	D	
Common Stock	11/10/2023		M		6,546	A	\$27.5	11,642	D	
Common Stock	11/10/2023		S		6,546	D	\$60.0142	5,096	D	
Common Stock	11/10/2023		M		6,922	A	\$26	12,018	D	
Common Stock	11/10/2023		S		6,922	D	\$60.0124	5,096	D	
Common Stock								2,006 (1)	I	Held in 401(K) Plan

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$23.5	11/10/2023		M		3,828		(1)	12/31/2026	Common Stock	3,828	\$0	0	D	
Employee Stock Option (Right to Buy)	\$27.5	11/10/2023		M		6,546		(1)	12/31/2027	Common Stock	6,546	\$0	0	D	
Employee Stock Option (Right to Buy)	\$26	11/10/2023		M		6,922		(1)	12/31/2028	Common Stock	6,922	\$0	3,462	D	

Explanation of Responses:

(1) Shares attributed to reporting person's account within issuer's 401(K) Plan and includes an additional 61 shares acquired since the reporting person's prior

report filed on 7/18/2022.

- (2) The option will fully vest and become exercisable over a period of five years, with 40% of the option vesting and becoming exercisable halfway through the relevant vesting period and the remainder vesting and becoming exercisable proportionately (20%) each year thereafter.
- (3) The option will vest and become exercisable over a period of five years, with 50% of the option vesting and becoming exercisable two years following the date of grant and the remainder vesting and becoming exercisable proportionately (20%) each year thereafter.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lisowski Sheryl Ann 155 WILDWOOD DRIVE WINONA, MN 55987			CAO/CONTROLLER/TREASURER	

Signatures

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

11/13/2023

**Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

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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