



DIVISION OF
CORPORATION FINANCE

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

April 1, 2020

Holden Lewis
Executive Vice President and Chief Financial Officer
Fastenal Company
2001 Theurer Boulevard
Winona, Minnesota 55987-1500

Re: Fastenal Company
Form 10-K for the Fiscal Year Ended December 31, 2019
Filed February 6, 2020
File No. 000-16125

Dear Mr. Lewis:

We have reviewed your filing and have the following comment. In our comment, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this comment within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe our comment applies to your facts and circumstances, please tell us why in your response.

After reviewing your response to this comment, we may have additional comments.

Form 10-K for the Fiscal Year Ended December 31, 2019

Item 6. Selected Financial Data, page 21

1. The non-GAAP measure, free cash flow, on page 4 of your Annual Report to Shareholders is incorporated by reference into the Selected Financial Data section. Please disclose why you believe this non-GAAP measure is useful to investors and, to the extent material, the additional purposes for which management uses this non-GAAP measure. Refer to Item 10(e)(1)(i)(C) and (D) of Regulation S-K.

We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Holden Lewis
Fastenal Company
April 1, 2020
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You may contact Linda Cvrkel at (202) 551-3813 or Rufus Decker at (202) 551-3769 with any questions.

Sincerely,

Division of Corporation Finance
Office of Trade & Services