Davis Hubert Jr. Form 4 February 26, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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if no longer

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

1(b).

(Last)

(City)

Stock (2)

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Davis Hubert Jr.

(First)

(Street)

(State)

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading

Symbol

STANLEY BLACK & DECKER,

INC. [SWK]

3. Date of Earliest Transaction

(Month/Day/Year) 02/25/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

Director 10% Owner X_ Officer (give title Other (specify

(Check all applicable)

5. Relationship of Reporting Person(s) to

below) SVP & CIO/SFS

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Issuer

NEW BRITAIN, CT 06053

1000 STANLEY DRIVE

(City)	(State)	(Zip) Tak	ole I - Non-	Derivativ	e Seci	urities .	Acquired, Dispos	sed of, or Ben	eficially Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	Execution Date, if		FransactionAcquired (A) or			5. Amount of Securities	6. Ownership	7. Nature of Indirect Beneficial
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	Disposed (Instr. 3,	`	1	Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I)	Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	02/25/2013		A	5,990	A	<u>(1)</u>	82,460	D	
Common							4,818.8696	I	Through Computershare

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

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Under ESPP

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	of Derivativ Securities	Mumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Interest In Employer Stock Fund (401(k) Plan)	<u>(4)</u>					(4)	<u>(4)</u>	Common Stock	1,090.5448
Interest in Employer Stock Fund (Supplemental Plan) (5)	<u>(4)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	1,318.0773

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

Davis Hubert Jr.

1000 STANLEY DRIVE SVP & CIO/SFS

NEW BRITAIN, CT 06053

Signatures

/s/ Bruce H. Beatt, Attorney-in-Fact 02/26/2013

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Shares issued pursuant to the 2010-2012 performance awards program under the Company's 2009 Long-Term Incentive Plan, net of shares withheld to cover taxes.
- Aggregate number of shares held in ESPP as of the last day of the calendar month that ended at least 10 days prior to the date of this report, including shares acquired or disposed of on various dates since balance was last reported. Because interest in Plan is denominated in cash, fluctuation in share price since the balance was last reported may have resulted in either an increase or decrease in associated number of shares.

Reporting Owners 2

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- Represents shares held for the reporting person under the Company's 401(k) Savings Plan as of the last day of the calendar month that ended at least 10 days prior to the date of this report, including shares acquired or disposed of on various dates since balance was last reported.
- (4) Exempt
- Represents shares held for the reporting person under the Company's Supplemental Plan as of the last day of the calendar month that (5) ended at least 10 days prior to the date of this report, including shares acquired or disposed of on various dates since balance was last reported.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.