Bontrager D Brett Form 4 December 13, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * Bontrager D Brett

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

STANLEY BLACK & DECKER,

INC. [SWK]

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner _X__ Officer (give title _ Other (specify below)

1000 STANLEY DRIVE

12/09/2010

Sen. VP & Group Executive, CSS 6. Individual or Joint/Group Filing(Check

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

Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting

Person

NEW BRITAIN, CT 06053

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	(A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	12/09/2010		A	6,667 (1)	A	\$ 0	79,194	D	
Common Stock	12/09/2010		D	418 (2)	D	\$ 63.715	78,776	D	
Common Stock	12/09/2010		D	374 (2)	D	\$ 63.715	78,402	D	
Common Stock	12/10/2010		D	140 (2)	D	\$ 64.135	78,262	D	
Common Stock	12/10/2010		M	1,875	A	\$ 51.125	80,137	D	

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Common Stock	12/10/2010	S	1,875	D	\$ 63.74	78,262	D
Common Stock	12/10/2010	M	6,250	A	\$ 33.345	84,512	D
Common Stock	12/10/2010	S	6,250	D	\$ 63.74	78,262	D
Common Stock	12/10/2010	M	3,750	A	\$ 49.0225	82,012	D
Common Stock	12/10/2010	S	3,750	D	\$ 63.74	78,262	D
Common Stock	12/11/2010	D	94 (2)	D	\$ 64.135	78,168	D

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

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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. Transacti Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (Right to Buy)	\$ 51.125	12/10/2010		M		1,875	(3)	12/10/2017	Common Stock	1,875
Stock Option (Right to Buy)	\$ 33.345	12/10/2010		M		6,250	<u>(4)</u>	12/09/2018	Common Stock	6,250
Stock Option (Right to Buy)	\$ 49.0225	12/10/2010		M		3,750	<u>(5)</u>	12/08/2019	Common Stock	3,750
Stock Option (Right to	\$ 63.715	12/09/2010		A	20,000		<u>(6)</u>	12/09/2020	Common Stock	20,000

Buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Bontrager D Brett

1000 STANLEY DRIVE Sen. VP & Group Executive, CSS

NEW BRITAIN, CT 06053

Signatures

/s/ Bruce H. Beatt, Attorney-in-Fact

**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 to be delivered on vesting of restricted stock units that vest in four equal annual installments beginning on the first anniversary of the date of grant.
- (2) Shares withheld to cover taxes on vesting of restricted stock units
- (3) 1,875 shares are currently exercisable, and 1,875 shares become exercisable on December 10, 2011.
- (4) 6,250 shares are exercisable, 6,250 shares will become exercisable on 12/9/2011 and 6,250 shares will become exercisable on 12/9/2012.
- (5) 3,750 shares are exercisable, 3,750 shares will become exercisable on 12/9/2011, 3,750 shares will become exercisable 12/9/2012 and 3,750 shares will become exercisable on 12/9/2013.
- (6) The option will become exercisable in four equal annual installments beginning on the first anniversary of the date of grant.

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.

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