Davis Hubert Jr. Form 4 December 10, 2012

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number: January 31, Expires:

2005 Estimated average burden hours per

10% Owner

Other (specify

Under ESPP

response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

Form 5 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

1(b).

(Last)

(C:tr.)

(Print or Type Responses)

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

(First)

(Street)

(State)

(Middle)

(7:m)

2. Issuer Name and Ticker or Trading

Symbol

STANLEY BLACK & DECKER,

INC. [SWK]

3. Date of Earliest Transaction

(Month/Day/Year) 12/06/2012

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

SVP & CIO/SFS

Applicable Line)

Director

X\_ Officer (give title

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Issuer

below)

NEW BRITAIN, CT 06053

1000 STANLEY DRIVE

(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						eficially Owned	
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securi		or	5. Amount of Securities	6. Ownership	7. Nature of Indirect Beneficial
(Instr. 3)	(	any	Code	* ` ′		Beneficially	Form:	Ownership	
		(Month/Day/Year)	(Instr. 8)  Code V	(Instr. 3,	(A) or (D)	5) Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	12/06/2012		A	5,000 (1)	A	\$ 0	78,654	D	
Common Stock (2)							4,786.9693	I	Through Computershare

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo Num Share
Stock Option (Right to Buy)	\$ 70.61	12/06/2012		A	15,000	(3)	12/06/2022	Common Stock	1:
Interest In Employer Stock Fund (401(k) Plan)	<u>(5)</u>					<u>(5)</u>	<u>(5)</u>	Common Stock	1,08
Interest in Employer Stock Fund (Supplemental Plan) (6)	<u>(5)</u>					<u>(5)</u>	<u>(5)</u>	Common Stock	1,31

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	D:	100/ 0	Off:	Odla		

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

\*\*Signature of Reporting Person Da

## **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.
- 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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- (3) The option will become exercisable in four equal annual installments on December 6, 2013, 2014, 2015 and 2016.
- 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.
- (5) Exempt
- Represents shares held for the reporting person under the Company's Supplemental Plan as of the last day of the calendar month that (6) 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.