Sihota Ben S Form 4 February 22, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

January 31, Expires: 2005

**OMB APPROVAL** 

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obligations

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 may continue.

30(h) of the Investment Company Act of 1940

1(b).

(City)

Stock

Stock

Common

(State)

02/17/2011

02/17/2011

(Zip)

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Sihota Ben S			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			STANLEY BLACK & DECKER, INC. [SWK]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	Director 10% Owner X_ Officer (give title Other (specify		
1000 STANLEY DRIVE			(Month/Day/Year) 02/17/2011	below) Pres.Emerging Mkts.Pacific Grp		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
NEW BRITAIN, CT 06053				Form filed by More than One Reporting Person		

#### 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Code Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount Price Common 02/17/2011 S 800 D \$ 74.6 37,827 D Stock Common 02/17/2011 S 200 \$ 74.595 37,627 D D Stock Common 02/17/2011 S 100 D D \$ 74.59 37,527 Stock Common

200

100

D

S

S

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

\$ 74.585 37,327

\$ 74.575 37,227

D

D

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Common Stock	02/17/2011	S	700	D	\$ 74.5743	36,527	D	
Common Stock	02/17/2011	S	200	D	\$ 74.5675	36,327	D	
Common Stock	02/17/2011	S	518	D	\$ 74.5612	35,809	D	
Common Stock	02/17/2011	S	500	D	\$ 74.544	35,309	D	
Common Stock	02/17/2011	S	200	D	\$ 74.54	35,109	D	
Common Stock	02/17/2011	S	500	D	\$ 74.53	34,609	D	
Common Stock	02/17/2011	S	1,700	D	\$ 74.5256	32,909	D	
Common Stock	02/17/2011	S	122	D	\$ 74.5164	32,787	D	
Common Stock	02/17/2011	S	100	D	\$ 74.515	32,687	D	
Common Stock	02/17/2011	S	3,300	D	\$ 74.5097	29,387	D	
Common Stock	02/17/2011	S	1,163	D	\$ 74.5	28,224	D	
Common Stock	02/17/2011	S	100	D	\$ 74.495	28,124	D	
Common Stock	02/17/2011	S	2,936	D	\$ 74.49	25,188	D	
Common Stock						0	I	By Retirement Savings Plan

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

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or Disposed of

SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date
Security	or Exercise		any	Code	Securities	(Month/Day/Year)
(Instr. 3)	Price of		(Month/Dav/Year)	(Instr. 8)	Acquired (A)	

Derivative

7. Title and Amount of Underlying Securities Der (Instr. 3 and 4) Sec (Instr. 3 and 4)

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(D) Security (Instr. 3, 4, and 5) Code V (A) (D) Date **Expiration Title** Amount Exercisable Number of Shares Interest In **Employer** Stock Common (1) (1) 0 <u>(1)</u> 02/17/2011 D 0.1276 Fund Stock (401(k))Plan) (2) (3)

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Sihota Ben S 1000 STANLEY DRIVE NEW BRITAIN, CT 06053

Pres.Emerging Mkts.Pacific Grp

# **Signatures**

/s/ Kathryn P.

Sherer 02/22/2011

\*\*Signature of Person

Date

Reporting Person

### **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) Exempt
- (2) Includes units credited to the reporting person's account in connection with the merger of the Black & Decker 401(k) Savings Plan into the Company's 401(k) Savings Plan, eff. Jan. 1, 2011. The shares representing these units were previously reported on Table I.
- 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 (3) 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.

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