

Sihota Ben S
 Form 4
 February 22, 2011

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person *
 Sihota Ben S

2. Issuer Name and Ticker or Trading Symbol
 STANLEY BLACK & DECKER, INC. [SWK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1000 STANLEY DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/17/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Pres. Emerging Mkts. Pacific Grp

NEW BRITAIN, CT 06053

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	02/17/2011		S		800	D	\$ 74.6 37,827
Common Stock	02/17/2011		S		200	D	\$ 74.595 37,627
Common Stock	02/17/2011		S		100	D	\$ 74.59 37,527
Common Stock	02/17/2011		S		200	D	\$ 74.585 37,327
Common Stock	02/17/2011		S		100	D	\$ 74.575 37,227

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P... Der... Sec... (Ins...
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