Tyll Michael A 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,

2005

Estimated average burden hours per

Expires:

response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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)

(Print or Type Responses)

1. Name and Address of Reporting Person * Tyll Michael A

(First)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

STANLEY BLACK & DECKER,

INC. [SWK]

Director 10% Owner

3. Date of Earliest Transaction

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

X_ Officer (give title Other (specify below) below)

(Check all applicable)

1000 STANLEY DRIVE

(Middle)

(Zip)

Pres., Engineered Fastening 6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

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

NEW BRITAIN, CT 06053 (State)

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

1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership Indirect Beneficial (Instr. 3) Code Disposed of (D) Beneficially Form: Ownership (Instr. 3, 4 and 5) Owned Direct (D) (Month/Day/Year) (Instr. 8) (Instr. 4) Following or Indirect Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price 3,333 Common 12/06/2012 A A \$0 D

57,477 Stock (1)

Through Common I Computershare 441.1962 Stock (2) under ESPP

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: Tyll Michael A - Form 4

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. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date Underly		7. Title and a Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 70.61	12/06/2012		A	10,000	(3)	12/06/2022	Common Stock	10,000
Interest In Employer Stock Fund (401(k) Plan) (4)	<u>(6)</u>					<u>(6)</u>	<u>(6)</u>	Common Stock	5,182.39

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Tyll Michael A

(5)

1000 STANLEY DRIVE Pres., Engineered Fastening

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.
- 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.
- (3) The option will become exercisable in four equal annual installments on December 6, 2013, 2014, 2015 and 2016.

Reporting Owners 2

Edgar Filing: Tyll Michael A - Form 4

- (4) 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 (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.

(6) Exempt

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.