

STANLEY BLACK & DECKER, INC.

Form 4

April 30, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

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

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)
04/28/2014

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Sr. VP & Group Executive, SSS

NEW BRITAIN, CT 06053

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	(A) or (D)	Price	
Common Stock	04/28/2014		M		3,750	A	\$ 49.0225	67,499 D
Common Stock	04/28/2014		S		3,750	D	\$ 84.4008	63,749 D
Common Stock	04/28/2014		M		5,000	A	\$ 63.715	68,749 D
Common Stock	04/28/2014		S		5,000	D	\$ 84.4008	63,749 D
Common Stock	04/28/2014		M		5,000	A	\$ 64.785	68,749 D

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Common Stock	04/28/2014	S	5,000	D	\$ 84.4008	63,749	D
Common Stock	04/28/2014	S	19,617	D	\$ 84.4008	44,132	D

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

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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 Security	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 (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)	8. I		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 49.0225	04/28/2014		M		3,750		<u>(1)</u>	12/08/2019	Common Stock	3,750
Stock Option (Right to Buy)	\$ 63.715	04/28/2014		M		5,000		<u>(2)</u>	12/09/2020	Common Stock	5,000
Stock Option (Right to Buy)	\$ 64.785	04/28/2014		M		5,000		<u>(3)</u>	12/08/2021	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Bontrager D Brett 1000 STANLEY DRIVE NEW BRITAIN, CT 06053	Sr. VP & Group Executive, SSS

Signatures

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

04/30/2014

__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) 3,750 shares are currently exercisable.
- (2) 5,000 shares are currently exercisable, 5,000 shares will become exercisable on 12/9/14.
- (3) 5,000 shares are currently exercisable, 5,000 shares will become exercisable on 12/8/14 and 5,000 shares will become exercisable on 12/8/15.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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