

STANLEY BLACK & DECKER, INC.  
Form FWP  
August 31, 2010

Free Writing Prospectus

Filed pursuant to Rule 433

Registration Number 333-153646

August 31, 2010

## STANLEY BLACK & DECKER, INC.

### \$400,000,000 5.200% NOTES DUE 2040

#### TERM SHEET

<b>Issuer:</b>	Stanley Black & Decker, Inc. (NYSE: SWK)
<b>Guarantor:</b>	The Black & Decker Corporation
<b>Title of Security:</b>	5.200% Notes due 2040
<b>Principal Amount:</b>	\$400,000,000
<b>Maturity Date:</b>	September 1, 2040
<b>Coupon:</b>	5.200%, semi-annual
<b>Interest Payment Dates:</b>	Each March 1 and September 1
<b>First Interest Payment Date:</b>	March 1, 2011
<b>Trade Date:</b>	August 31, 2010
<b>Settlement Date (T+3):</b>	September 3, 2010
<b>Benchmark:</b>	UST 4.375% due May 15, 2040
<b>Benchmark Yield:</b>	3.555%
<b>Reoffer Spread:</b>	165 bps
<b>Reoffer Yield:</b>	5.205%
<b>Price to Public:</b>	99.925%
<b>Make-whole call:</b>	T + 25 bps
<b>CUSIP:</b>	854502 AA9

**Expected Ratings:**

S&P: A (negative outlook)

Moody s: Baa1 (stable outlook)

Fitch: A- (stable outlook)

**Joint Book-Running Managers:**

Barclays Capital Inc.

Citigroup Global Markets Inc.

J.P. Morgan Securities Inc.

**Co-Managers:**

UBS Securities LLC

BNP Paribas Securities Corp

Credit Suisse Securities (USA) LLC

Goldman, Sachs & Co.

Wells Fargo Securities, LLC

**Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.**

The issuer has filed a registration statement, including a preliminary prospectus supplement and a prospectus, with the SEC for the offering to which this communication relates. Before you invest, you should read the preliminary prospectus supplement and the accompanying prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Barclays Capital Inc. toll free at 1-888-603-5847, Citigroup Global Markets Inc. toll-free at 1-877-858-5407, J.P. Morgan Securities Inc. collect at 1-212-834-4533 or UBS Securities LLC toll-free at 1-877-827-6444, ext. 561 3884.

This pricing term sheet supplements the preliminary form of prospectus supplement issued by Stanley Black & Decker, Inc. and The Black & Decker Corporation on August 31, 2010 relating to its Prospectus dated August 31, 2010.