

STAFSTROM STEVEN J
 Form 3
 December 17, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * Â STAFSTROM STEVEN J (Last) (First) (Middle) 1000 STANLEY DRIVE (Street) NEW BRITAIN, Â CT Â 06053 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/06/2012	3. Issuer Name and Ticker or Trading Symbol STANLEY BLACK & DECKER, INC. [SWK]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP Ops CDIY & Emerging Mkts	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock <u>(1)</u>	24,681	D	Â
Common Stock <u>(2)</u>	1,871.1133	I	Through Computershare Under ESPP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (3)	12/11/2017	Common Stock	1,250	\$ 50.475	D	Â
Stock Option (Right to Buy)	Â (4)	12/09/2018	Common Stock	1,588	\$ 33.345	D	Â
Stock Option (Right to Buy)	Â (5)	12/09/2019	Common Stock	3,750	\$ 49.0225	D	Â
Stock Option (Right to Buy)	Â (6)	12/09/2020	Common Stock	7,500	\$ 63.715	D	Â
Stock Option (Right to Buy)	Â (7)	12/08/2021	Common Stock	7,500	\$ 64.785	D	Â
Interest in Employer Stock Fund (Supplemental Plan) (8)	Â (9)	Â (9)	Common Stock	214.25	\$ (9)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STAFSTROM STEVEN J 1000 STANLEY DRIVE NEW BRITAIN, CT 06053	Â	Â	Â VP Ops CDIY & Emerging Mkts	Â

Signatures

/s/ Steven J. Stafstrom 12/17/2012

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

- 22,044 of the shares directly held are restricted stock units, of which 625 vest on 12/8/2012, 1,716 vest on 12/9/12, 625 vest on 12/8/13,
- (1) 1,250 vest on 12/9/13, 5,000 shares vest on 3/12/14, 625 vest on 12/8/14, 625 vest on 12/9/14, 5,000 vest on 3/12/15 and 625 shares vest on 12/8/15.
 - (2) Aggregate number of shares held in ESPP as of December 6, 2012.
 - (3) Currently 100% vested
 - (4) 1588 shares will become exercisable on 12/9/2012.
 - (5) 1875 shares currently exercisable, 1875 shares become exercisable on 12/9/2012 and 1875 shares become exercisable on 12/9/2013.
 - (6) 1875 shares currently exercisable, 1875 shares to become exercisable on 12/9/2012, 1875 shares to become exercisable on 12/9/2013 and 1875 shares to become exercisable on 12/9/2014.

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- (7) 1875 shares become exercisable on 12/8/2012, 1875 shares become exercisable on 12/8/2013, 1875 shares become exercisable on 12/8/2014 and 1875 shares become exercisable on 12/8/2015.
- (8) Represents shares held for the reporting person under the Company's Supplemental Plan as of December 6, 2012.
- (9) 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.