Tyll Michael A Form 4 May 07, 2013

FORM 4

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, Expires:

Estimated average burden hours per

response... 0.5

2005

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

obligations

may continue.

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 See Instruction

1(b). (Print or Type Responses)

1. Name and Address of Reporting Person * Tyll Michael A			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			STANLEY BLACK & DECKER, INC. [SWK]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	Director 10% OwnerX Officer (give title Other (specif			
1000 STANLEY DRIVE			(Month/Day/Year) 05/03/2013	below) Pres., Engineered Fastening			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
NEW DDIT	AINI CT 060)52	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			

NEW BRITAIN, CT 06053

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative S	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y 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)		pose	d of (D)	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)
Common Stock	05/03/2013		D	5,404 (1)	D	\$ 76.865	50,909	D	

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.

Person

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

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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. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) vative vative vities ired varied varied varies v		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 1 5 ((
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Interest In Employer Stock Fund (401(k) Plan) (2) (3)	<u>(4)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	5,238.9825	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Tyll Michael A

1000 STANLEY DRIVE Pres., Engineered Fastening

NEW BRITAIN, CT 06053

Signatures

/s/ Bruce H. Beatt, Attorney-in-Fact 05/07/2013

**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 withheld to cover taxes on vesting of restricted stock units
- (2) 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 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.
- (4) 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.

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