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STANLEY BLACK & DECKER, INC. Form 4 September 20, 2012

| FORM 4 INITED STATES SECURITIES AND EXCHANCE COMMISSION | | | | | | | PPROVAL | | | |
|---|---------------------------------------|--|---|--|--|---------------------------------------|---|---|--|--|
| UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | 3235-0287 | | |
| Check the check | ner. | | | | | | | January 31, 2005 | | |
| subject t Section Form 4 | 16. SIAIEN | IENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | | average urs per . 0.5 | | |
| Form 5 obligation | - | | | | ne Securities Excha | • | | | | |
| may cor | tinue. Section 17(| | | • | lding Company Ac t Company Act of | | on | | | |
| <i>See</i> Insta 1(b). | ruction | 50(II) | | ivestillen | t company Act of | 1740 | | | | |
| | | | | | | | | | | |
| (Print or Type | Responses) | | | | | | | | | |
| 1. Name and A | 2. Issue Symbol | er Name an o | d Ticker or Trading | 5. Relationship o Issuer | 5. Relationship of Reporting Person(s) to Issuer | | | | | |
| | | | STANI INC. [S | | ACK & DECKER, | (Che | (Check all applicable) | | | |
| (Last) | | Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | | | X Director Officer (give below) | | % Owner ner (specify | | |
| 1000 STANLEY DRIVE | | | 09/18/2 | | | | | | | |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | Applicable Line) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| NEW BRITAIN, CT 06053 | | | | | | Form filed by 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) | ecurity (Month/Day/Year) Execution Da | | Date, if | , if TransactionAcquired (A) or Code Disposed of (D) ear) (Instr. 8) (Instr. 3, 4 and 5) | | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |

(Instr. 3 and 4) Code V Amount (D) Price

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

(A)

or

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.

Reported

Transaction(s)

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of | 8 |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|------------------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orDerivative | Expiration Date | Underlying Securities | D |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) | S |

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. 8 | Í | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | (1 |
|--------------------|------------------------------------|------------|------------------|-----------|---|---|-----|---------------------|--------------------|-----------------|----------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Deferred Shares | <u>(1)</u> | 09/18/2012 | | А | | 58.6279 (2) | | (3) | (4) | Common Stock | 58.6279 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|------------|---------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| CARDOSO CARLOS M 1000 STANLEY DRIVE NEW BRITAIN, CT 06053 | Х | | | | | | | |
| Signatures | | | | | | | | |
| /s/ Bruce H. Beatt, Attorney-in-Fact | | 09/20/2012 | | | | | | |
| **Signature of Reporting Person | | Date | | | | | | |
| Evelopetion of De | | | | | | | | |

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) Fair market value on date established in Plan with respect to payment of fee or dividend
- (2) Book Entry of shares credited to Director's account upon the deferral of dividend payment pursuant to the Deferred Compensation Plan for Non-Employee Directors maintained by Stanley Black & Decker, Inc.
- (3) Currently 100% vested
- (4) The reporting director will receive common stock of the corporation on January 1 immediately following the date on which he or she ceases to be a member of the Board

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.