### Edgar Filing: STANLEY WORKS - Form 4

STANLEY WO Form 4	RKS											
June 15, 2005												
FORM 4	4		GEGU	DIFIER				NT.	PPROVAL			
<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549								N OMB Number:	3235-0287			
Check this be if no longer		MENT OI	ГСЦАТ	ACES IN	DENIEF		WNEDCUID OF	Expires:	January 31, 2005			
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Form 4 or								Estimated burden hou	urs per			
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(c). Form 5 obligations may continue. See Instruction 1(c). Form 5 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 (c) (c) (c) (c) (c) (c) (c) (c) (c) (c)												
(Print or Type Resp	oonses)											
1. Name and Address of Reporting Person <u>*</u> COLBERT VIRGIS			2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer						
			STANLEY WORKS [SWK]				(Che	(Check all applicable)				
(Last) (First) (Middle) 1000 STANLEY DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 06/15/2005			X_ Director 10% Owner Officer (give titleOther (specify below)below)						
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)				1	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting							
(City)	(State)	(Zip)			~ • •	~ •••	Person					
1.Title of 2. T		unsaction Date 2A. Deeme		Date, if TransactionAcquired (A) or Code Disposed of (D)			5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect			
			iyi i cui)		Amount	(A) or (D) Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)			
Reminder: Report	on a separate line	e for each cl	ass of sec	urities bene	ficially own	ned directly	or indirectly.					
					Perso inform requir	ns who rest nation cont ed to resp ys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)			

# 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
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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	Derivative Security			Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Shares $(1)$	\$ 45.255	06/15/2005	А		469.5614 (4)		(2)	<u>(3)</u>	Common Stock	469.5614

## **Reporting Owners**

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
COLBERT VIRGIS 1000 STANLEY DRIVE NEW BRITAIN, CT 06053	Х								
Signatures									
By: /s/ Bruce H. Beatt, Attorney-in-Fact	06/15/2005								
**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) Book Entry of shares credited to Director's account upon the deferral of retainer and chairperson fee pursuant to the Deferred Compensation Plan for Non-Employee Directors maintained by The Stanley Works
- (2) Currently 100% vested
- (3) The reporting director will receive common stock of the corporation in four approximately equal installments to be delivered on the first business day of the calendar year immediately following the year in which he ceases to be a director and each of the next 3 calendar years
- (4) With dividend equivalent rights

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.