STANLEY WORKS

Form 4

January 30, 2007

FORM 4

Check this box

if no longer

subject to

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

January 31, 2005

0.5

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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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Chen Jeff Hung-Tse Issuer Symbol STANLEY WORKS [SWK] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify 1000 STANLEY DRIVE 01/26/2007 below) Pres.Stanley Asia (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

NEW BRITIAN, CT 06053

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial Ownership (Month/Day/Year) Owned Direct (D) (Instr. 8) Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount Price Common 01/26/2007 M 250 (4) A \$ 43.41 7,132 D Stock Common 01/26/2007 S 250 (4) D \$ 55 D 6,882 Stock Common 500 (4) A 01/26/2007 M \$ 24.41 D 7,382 Stock Common 500 (4) D 01/26/2007 S \$ 55 6,882 D Stock Common 01/26/2007 M 500 (4) A 7,382 D Stock

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Common Stock	01/26/2007	S	500 (4)	D	\$ 55	6,882	D
Common Stock	01/26/2007	M	625 (4)	A	\$ 31.31	7,507	D
Common Stock	01/26/2007	S	625 (4)	D	\$ 55	6,882	D
Common Stock	01/26/2007	M	625 (4)	A	\$ 35.705	7,507	D
Common Stock	01/26/2007	S	625 (4)	D	\$ 55	6,882	D
Common Stock	01/26/2007	M	500 (4)	A	\$ 39	7,382	D
Common Stock	01/26/2007	S	500 (4)	D	\$ 55	6,882	D
Common Stock	01/26/2007	M	2,500 (4)	A	\$ 28.1875	9,382	D
Common Stock	01/26/2007	S	2,500	D	\$ 55	6,882	D
Common Stock	01/26/2007	M	1,500 (4)	A	\$ 32.8125	8,382	D
Common Stock	01/26/2007	S	1,500 (4)	D	\$ 55	6,882	D
Common Stock	01/26/2007	M	250 (4)	A	\$ 28.4688	7,132	D
Common Stock	01/26/2007	S	250 (4)	D	\$ 55	6,882	D

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

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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 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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquire (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D ed (Month/Day)	6. Date Exercisable and Expiration Date (Month/Day/Year)		
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Am Nui Sha

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Interest in Employer Stock Fund (1)	(3)	01/30/2007	A	96.8528 (1)		<u>(3)</u>	(3)	Common Stock	96
Interest in Employer Stock Fund (2)	(3)	01/30/2007	A	87.2472 (2)		<u>(3)</u>	(3)	Common Stock	87
Stock Option (right to buy)	\$ 43.41	01/26/2007	M		250 (4)	10/21/1997	10/20/2007	Common Stock	2:
Stock Option (right to buy)	\$ 24.9063	01/26/2007	M		500 (4)	10/21/1999	10/20/2009	Common Stock	50
Stock Option (right to buy)	\$ 19.3438	01/26/2007	M		500 (4)	10/18/2000	10/18/2010	Common Stock	50
Stock Option (right to buy)	\$ 31.31	01/26/2007	M		625 (4)	10/16/2003	10/15/2013	Common Stock	62
Stock Option (right to buy)	\$ 35.705	01/26/2007	M		625 (4)	12/17/2003	12/20/2013	Common Stock	62
Stock Option (right to buy)	\$ 39	01/26/2007	M		500 (4)	10/19/2001	10/18/2011	Common Stock	50
Stock Option (right to buy)	\$ 28.1875	01/26/2007	M		2,500 (4)	04/19/2000	04/19/2010	Common Stock	2,5
Stock Option (right to buy)	\$ 32.8125	01/26/2007	M		1,500 (4)	05/19/1999	05/18/2009	Common Stock	1,5
Stock Option (right to buy)	\$ 28.4688	01/26/2007	M		250 (4)	10/21/1998	10/20/2008	Common Stock	2:

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Chen Jeff Hung-Tse 1000 STANLEY DRIVE NEW BRITIAN, CT 06053

Pres.Stanley Asia

Signatures

By: /s/ Bruce H. Beatt, Attorney-in-Fact

01/30/2007

**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) Represents number of shares held for the reporting person under the Company's 401(k) Savings Plan as of 12/31/06, including aggregate number of shares acquired on various dates since date of last report
- (2) Represents number of shares notionally held for reporting person under the Company's Supplemental Savings Plan as of 12/31/06, including aggregate number of shares acquired on various dates since date of last report
- (3) Exempt
- (4) Pursuant to 10b5-1 Plan

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