

STANLEY BLACK & DECKER, INC.
 Form 4
 September 22, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
 McChesney Lee B

2. Issuer Name and Ticker or Trading Symbol
 STANLEY BLACK & DECKER, INC. [SWK]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 1000 STANLEY DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 09/18/2014

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 CFO of CDIY

NEW BRITAIN, CT 06053

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting 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) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price | | |
| Common Stock | 09/18/2014 | | M | | 937 ⁽¹⁾ A \$ 64.785 | 16,840 | D |
| Common Stock | 09/18/2014 | | S | | 937 ⁽¹⁾ D \$ 93.44 | 15,903 | D |
| Common Stock | 09/19/2014 | | M | | 938 ⁽¹⁾ A \$ 64.785 | 16,841 | D |
| Common Stock | 09/19/2014 | | S | | 938 ⁽¹⁾ D \$ 94.84 | 15,903 | D |

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

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(2) 1,875 shares are exercisable, 1,875 shares become exercisable on 12/8/2014 and 1,875 shares become exercisable on 12/8/2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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