STANLEY BLACK & DECKER, INC.

Form 4

February 29, 2016

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

(State)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

LOREE JAMES M

STANLEY BLACK & DECKER,

(Check all applicable)

INC. [SWK]

3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title Other (specify

(Middle) (Month/Day/Year) 1000 STANLEY DRIVE

(Zip)

below) 02/26/2016 President, COO

(Street) 4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

NEW BRITAIN, CT 06053

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 3, 4 and 5) (Instr. 8)

14,864

5. Amount of Securities Beneficially Owned Following Reported

7. Nature of Ownership Indirect Beneficial Form: Ownership Direct (D) (Instr. 4) or Indirect

(A)

Transaction(s) (Instr. 4) (Instr. 3 and 4)

Code V Amount (D) Price

(1)

A

Common 02/26/2016 A Stock

188,848 D

> Through Computershare

Common Stock (2)

350.8628 Ι

Under ESPP

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

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SEC 1474 (9-02)

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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. Transactio Code (Instr. 8)	of	(Month/Day, tive ies ed ed	Date	7. Title and A Underlying S (Instr. 3 and 4	Securities
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Interest In Employer Stock Fund (401(k) Plan)	<u>(4)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	699.267
Interest in Employer Stock Fund (Supplemental Plan) (5)	<u>(4)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	2,193.3494

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				

LOREE JAMES M 1000 STANLEY DRIVE NEW BRITAIN, CT 06053

President, COO

Signatures

/s/ Kathryn P. Sherer,

Attorney-in-Fact 02/29/2016

**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 issued pursuant to the 2013-2015 performance awards program under the Company's 2013 Long-Term Incentive Plan, net of shares withheld to cover taxes.
- Aggregate number of shares held in ESPP 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. Because interest in Plan is denominated in cash, fluctuation in share price since the balance was last reported may have resulted in either an increase or decrease in associated number of shares.

Reporting Owners 2

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- 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
- Represents shares held for the reporting person under the Company's Supplemental Plan as of the last day of the calendar month that (5) 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.

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.