LOREE JAMES M
Form 4
May 04, 2009

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
LOREE JAMES M

(Last) (First) (Middle)

1000 STANLEY DRIVE

(Street)

NEW BRITAIN, CT 06053

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
STANLEY WORKS [SWK]

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Executive Vice President, COO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/01/2009		D		4,100	D	$ 37.5002	76,970	D	
Common Stock	05/01/2009		D		100	D	$ 37.833	76,870	D	
Common Stock	05/01/2009		D		200	D	$ 37.824	76,670	D	
Common Stock	05/01/2009		D		400	D	$ 37.843	76,270	D	
Common Stock	05/01/2009		D		200	D	$ 37.852	76,070	D	

Common Stock	05/01/2009	D	200	D	$ 37.844	75,870	D
Common Stock	05/01/2009	D	2,000	D	$ 37.78	73,870	D
Common Stock	05/01/2009	D	2,000	D	$ 37.7272	71,870	D
Common Stock	05/01/2009	D	2,000	D	$ 37.7595	69,870	D
Common Stock	05/01/2009	D	900	D	$ 37.9	68,970	D
Common Stock	05/01/2009	D	3,000	D	$ 37.564	65,970	D
Common Stock	05/01/2009	D	2,000	D	$ 37.627	63,970	D
Common Stock	05/01/2009	D	3,000	D	$ 37.6353	60,970	D
Common Stock	05/01/2009	D	2,000	D	$ 37.8385	58,970	D
Common Stock	05/01/2009	D	2,000	D	$ 37.7105	56,970	D
Common Stock	05/01/2009	D	100	D	$ 37.812	56,870	D
Common Stock	05/01/2009	D	100	D	$ 37.775	56,770	D
Common Stock	05/01/2009	D	900	D	$ 37.77	55,870	D
Common Stock	05/01/2009	D	200	D	$ 37.843	55,670	D

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo

			Disposed of (D) (Instr. 3, 4, and 5)						Trans (Instr
Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOREE JAMES M 1000 STANLEY DRIVE NEW BRITAIN, CT 06053			Executive Vice President, COO	

Signatures

/s/ Bruce H. Beatt, Attorney-in-Fact	05/04/2009
**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).

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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