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STANLEY BLACK & DECKER, INC.  
Form S-8 POS  
May 07, 2012

As filed with the Securities and Exchange Commission on May 7, 2012

Registration No. 033-62567

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

**POST-EFFECTIVE AMENDMENT NO. 1 TO**  
**FORM S-8**  
**REGISTRATION STATEMENT**

*UNDER*

*THE SECURITIES ACT OF 1933*

**STANLEY BLACK & DECKER, INC.**

(Exact Name of Registrant as Specified in Its Charter)

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(State or Other Jurisdiction of  
Incorporation or Organization)

New Britain, Connecticut 06053

(I.R.S. Employer  
Identification No.)

(Address of Principal Executive Offices  
Including Zip Code)  
THE STANLEY WORKS

1990 STOCK OPTION PLAN

(Full Title of the Plan)

Bruce H. Beatt, Esquire

Stanley Black & Decker, Inc.

1000 Stanley Drive

New Britain, Connecticut 06053

(860) 225-5111

(Name, address and telephone number, including area code, of agent for service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Securities Exchange Act of 1934, as amended. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Smaller reporting company

**EXPLANATORY NOTE**

Stanley Black & Decker, Inc., a Connecticut corporation (formerly The Stanley Works, and herein referenced as the Registrant ), is filing this Post-Effective Amendment No. 1 to its Registration Statement on Form S-8 (this Post-Effective Amendment No. 1 ) to deregister certain securities originally registered by the Registrant pursuant its Registration Statement on Form S-8 filed with the Securities and Exchange Commission on September 12, 1995, Registration No. 033-62567 (the 1995 Form S-8 ), with respect to shares of the Registrant s common stock, par value \$2.50 per share (the Common Stock ), for offer or sale pursuant to The Stanley Works 1990 Stock Option Plan (the 1990 Plan ). A total of 3,500,000 shares of Common Stock were initially registered for issuance under the 1995 Form S-8.

No future awards will be made under the 1990 Plan. Accordingly, pursuant to the undertaking contained in the 1995 Form S-8 to remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering, the Registrant is filing this Post-Effective Amendment No. 1 to deregister any of the 3,500,000 shares of Common Stock previously registered that have not been issued under the 1990 Plan.

## SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New Britain, State of Connecticut, on this 7th day of May, 2012.

STANLEY BLACK & DECKER, INC.

By: /s/ Bruce H. Beatt  
Name: Bruce H. Beatt

Title: Senior Vice President, General Counsel

and Secretary

Pursuant to the requirements of the Securities Act, this Registration Statement has been signed by the following persons in the capacities indicated on this 7th day of May, 2012.

Signature	Title
*	President, Chief Executive Officer and
John F. Lundgren	Director (Principal Executive Officer)
/s/ Donald Allan, Jr.	Senior Vice President and Chief Financial Officer
Donald Allan, Jr.	(Principal Financial Officer)
/s/ Jocelyn S. Belisle	Chief Accounting Officer
Jocelyn S. Belisle	
*	Chairman and Director
Nolan D. Archibald	
*	Director
John G. Breen	
*	Director
George W. Buckley	
*	Director
Patrick D. Campbell	
*	Director
Carlos M. Cardoso	

*	Director
Virgis W. Colbert	
*	Director
Robert B. Coutts	
*	Director
Benjamin H. Griswold, IV	
*	Director
Eileen S. Kraus	
*	Director
Anthony Luiso	
*	Director
Marianne M. Parrs	
*	Director
Robert L. Ryan	

\* By: /s/ Bruce H. Beatt  
(Attorney-in-Fact)

**Exhibit Index**

24\* Powers of Attorney

\* Filed herewith