



Continued Excitement In Emerging Markets... Signage In Brazil, Korea & China

Stanley Black & Decker 4Q & Full Year 2010 Overview

January 27, 2011

Participants

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Cautionary Statements

Certain statements contained in this presentation are forward looking. These are based on assumptions of future events which may not prove to be accurate. They involve risk and uncertainty. Actual results may differ materially from those expected or implied. We direct you to the cautionary statements detailed in this morning's press release and Form 8-K and our recent 1934 Act SEC filings.

4Q And Full Year 2010 Highlights

2010 Was A Banner Year For Stanley Black & Decker...

- 4Q Pro Forma Revenues Increased 10% To \$2.4 Billion; Pro Forma Organic Revenues Up 5% (Adjusted For Fiscal Calendar Shift)
- 4Q Diluted EPS Was \$1.05*; Diluted GAAP EPS Of \$0.81
- Full Year Pro Forma Revenues Increased 11%; Organic Revenues Up 7%
- Full Year Diluted EPS Of \$3.88**; Diluted GAAP EPS Of \$1.32
- Full Year 2010 Free Cash Flow* Of \$935 Million
- Integration Proceeding Very Well:
 - SFS Begins To Take Hold: Legacy BDK W/C Turns Up 12% In 2010
 - Cumulative Cost Synergies Will Be ~\$425 Million By Year End 2012, Significantly Increased From Original \$350 Million Estimate For March 2013
 - Revenue Synergy Target Identified; \$300 - \$400M By 2013
- Full Year 2011 Diluted EPS Guidance Of \$4.75 - \$5.00*
- 2011 Free Cash Flow To Approximate \$1.1 Billion*

...And 2011 Has The Potential For Powerful Growth & Profitability

4Q'10 Vs Prior Year: Pro Forma Organic Revenues

Strongest Growth Seen In Emerging Markets...

Canada 4Q'10

Total - 2%
% SBD 6%

US 4Q'10

Total + 3%
% SBD 54%

L.Amer. 4Q'10

Total + 26%
% SBD 7%

Europe 4Q'10

Total + 4%
% SBD 26%

Asia 4Q'10

Total + 15%
% SBD 5%

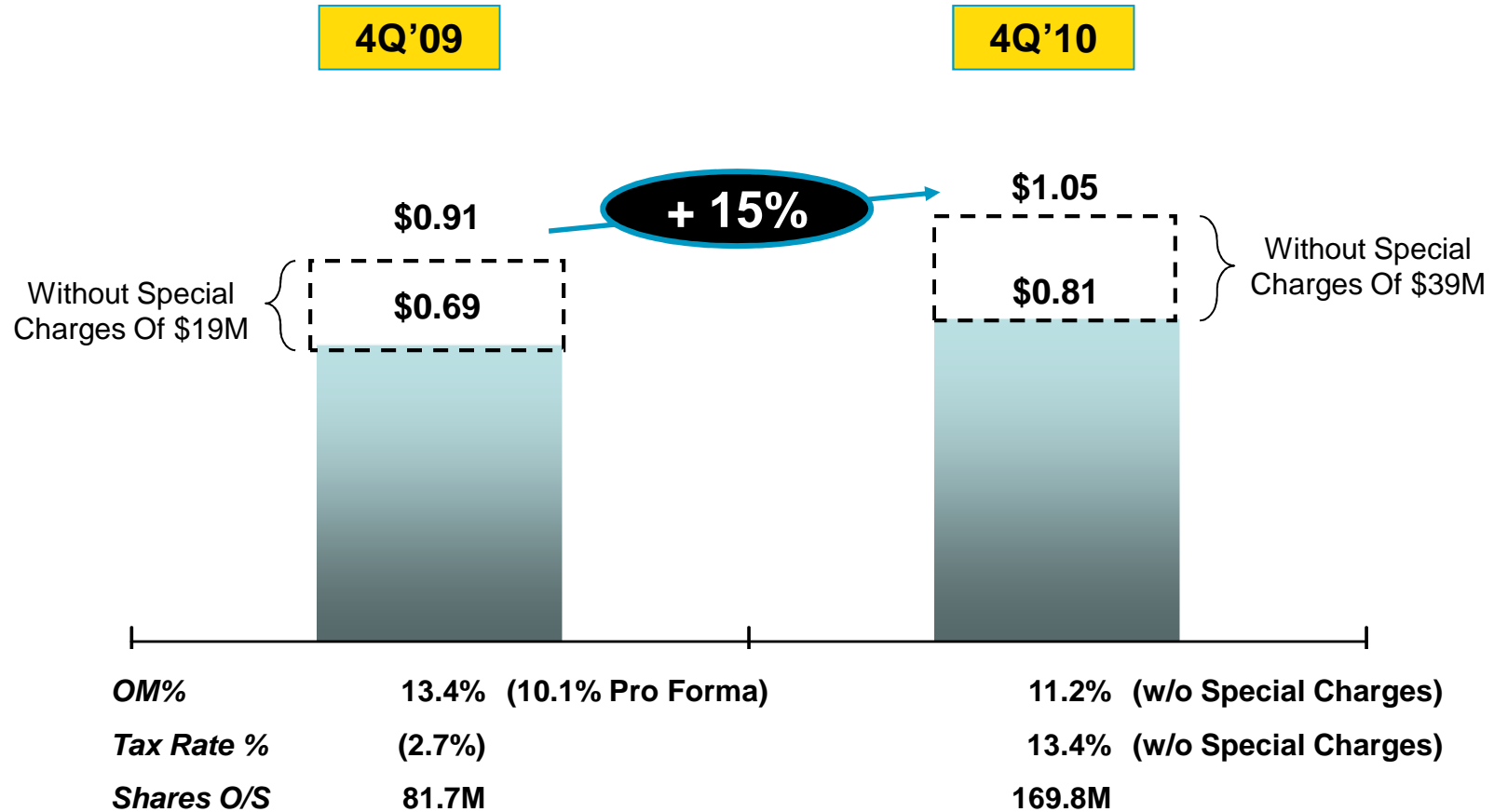
Australia 4Q'10

Total - 1%
% SBD 2%

...As These Regions Now Represent 11% Of Revenue

4Q'10 SWK Results

Earnings Increased 15% Excluding One-Time Costs...



...Enhanced By ~\$60M Cost Synergies Realized During The Quarter

4Q'10 SWK Sources Of Growth

Achieved 5%* Organic Revenue Growth On A Pro Forma Basis...

Sources Of Growth		
Legacy Stanley:	3Q '10	4Q '10
Volume	+ 7%	+ 5%
Price	0%	0%
Organic	+ 7%	+ 5%
Currency	- 2%	- 1%
Acquisitions	+ 148%	+ 145%
SBD	+ 153%	+ 149%

4Q'10 Segment Results		
	Organic Growth	
	Legacy SWK	Legacy BDK*
HT&Fstng/WWPT&A	+4%	+4%
Industrial/Eng. Fas.	+ 18%	+ 10%
Security/HHI	- 1%	+ 1%
TOTAL	+ 5%	+ 5%

...Driven By Significant Market Share Gains Across The Industrial Portfolio, The Successful Lithium Ion 12V Max Launch And Emerging Markets

Black & Decker Integration Update

Major Milestones

Rigorous Integration Process Discipline

- Steering Committee Rhythms Continue; Integration Remains Management's Top Priority
- Enhanced Integration Database In Place; Business Leaders Receiving Key Information At Accelerated Pace
- Official SFS Rollout On January 11th; Pervasive Internal Communication And Education Platforms

Cost Synergies To Exceed Original Target: More Heavy Lifting To Come

- Phase I Projects Complete: i.e. - Combined Sales Orgs In CDiy & MAS, Combined North American Parcel Agreement, Corporate Officer Combination, Risk Management & Audit Fees
- Difficulty And Intensity Of Cost Synergy Projects Increase
 - 1H Key Projects Include: Benefit Harmonization And Plant/DC Closures

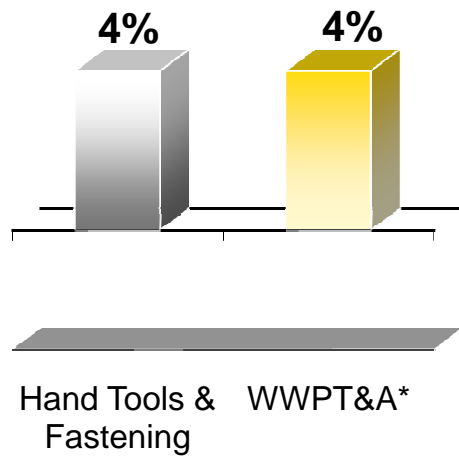
Revenue Synergies Identified: \$300 - \$400M By 2013

- Key Top-Line Growth Opportunities Identified Around The Globe In All Three Segments
- Funded Primarily By Capital Expenditures
- 2011 Investments To Drive Significant Leverage As Projects Mature In 2012 And 2013

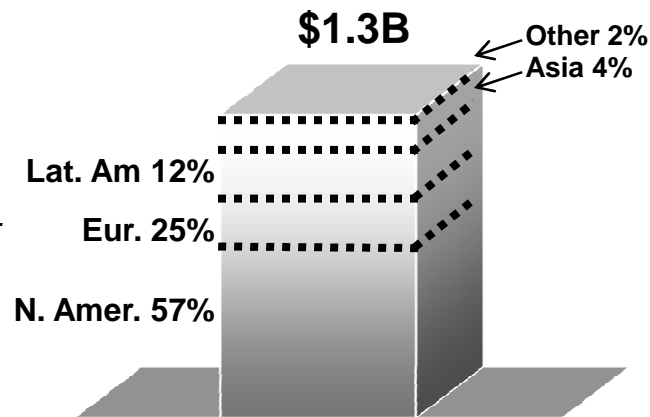
4Q'10 CDIY

Successful 12V Li-Ion Launch And Emerging Markets Strength Drove Revenues...

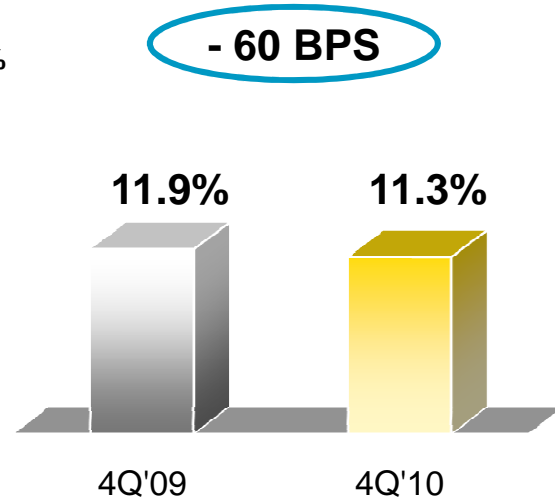
Organic Growth



Regional Revenue



Segment Profit Rate



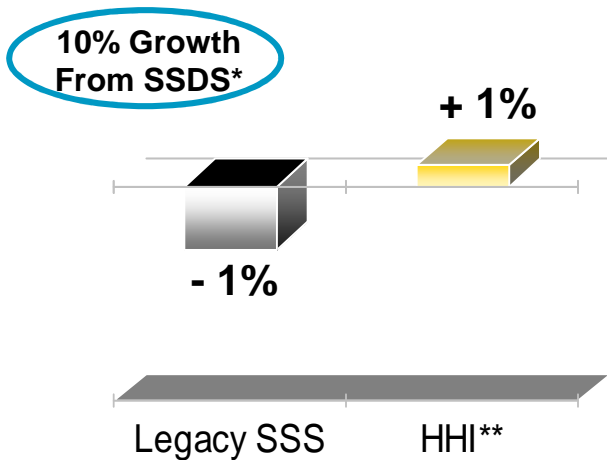
Construction & Do-It-Yourself

- Revenues Grew Mid-Single Digits In North America Driven By The Successful Launch Of 12-V Compact Lithium Ion Products
- Growth In Latin America Exceeded All Other Regions Due To Increased Presence Of Stanley Hand Tools And Demand For Consumer-Oriented Outdoor Products
- New Products (Bostitch Hand Tools Roll Out) Contributed To Hand Tool Growth, Fastening Business; New Product Vitality Close To 30% For 2010
- Segment Profit Rate Declined Slightly As Cost Synergy Realization Partially Offset The Negative Mix Impact Of The WWPT&A Business And An Unfavorable Inflation/Price Arbitrage

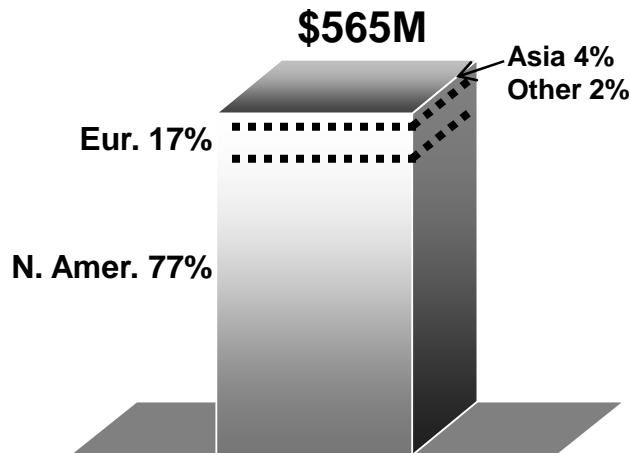
4Q'10 Security

Mild CSS Growth Continues... Residential Hardware Remains A Headwind For MAS

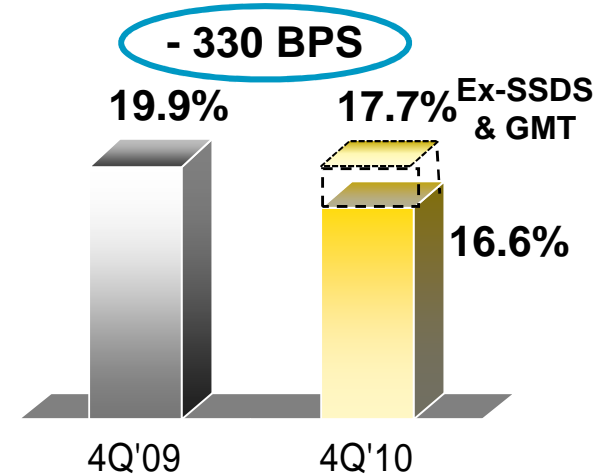
Organic Growth



Regional Revenue



Segment Profit Rate



Convergent Security Solutions (CSS)

- ~1% Top Line Organic Growth, As Strength From Healthcare Solutions & National Account Spend In North America Help Offset Declines In Other Businesses/Regions
- Healthcare Solutions Revenues Up 7% Organically With Strength From Both Storage And Patient Security
- SSDS* With A Second Quarter Of Modest Profit, As RMR Base Grows And Costs Begin To Come Out; Integration Progressing Well
- Operating Margin Pressure Versus Prior Year Due To Challenging 4Q'09 Comps and Mix Shift (National Accounts vs. Core Commercial); Modest Improvement Sequentially From 3Q'10

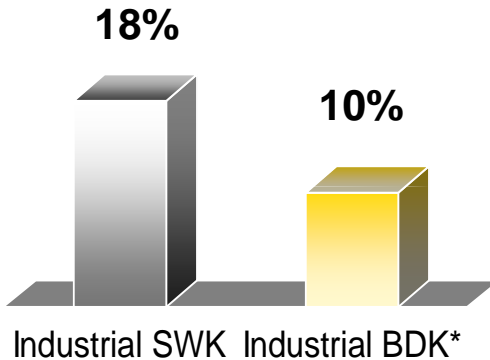
Mechanical Access Solutions (MAS)

- Market Softness In Hardware, Install Pressures At Access, And Retrofit Weakness At SMS Contributed To Low Single-Digit Volume Declines
- Black & Decker HHI Held Ground Despite Significant Pressure (+1% Organic Growth), As Volume In Locks Helped To Offset Inventory Reductions At Retailers And General Market Retractions
- Inflation And Lower Absorption Pressured Margins
- Executed On Plans For International Expansion With Acquisition Of GMT Hardware Enterprise Corp (GMT), A Leading Chinese Commercial Hardware Manufacturer with '09 Revenues Of \$40M

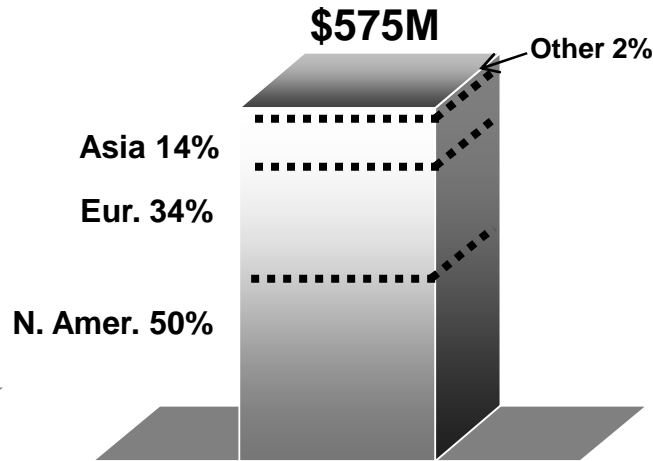
4Q'10 Industrial

Strong Share Gains Across All Industrial Businesses Drove Impressive Growth

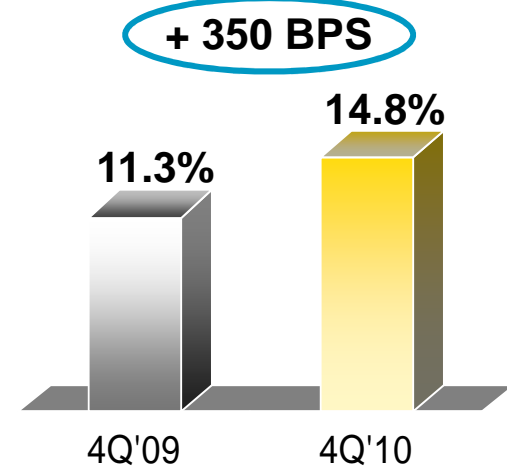
Organic Growth



Regional Revenue



Segment Profit Rate



Industrial & Automotive Repair (IAR)

- Sales Volumes Increased By Mid-Teens, As Every Business Showed Strength Illustrative Of End-User Demand And Market Share Gains
- N.A. Industrial Distribution And Mobile Distribution Channels Provided Growth; Positive Early Signs From DeWalt Introduction
- Sales Growth In North America Outpaced Europe
- Impressive Operating Leverage Illustrated In All Businesses And Regions

Fastening & Assembly (Emhart)

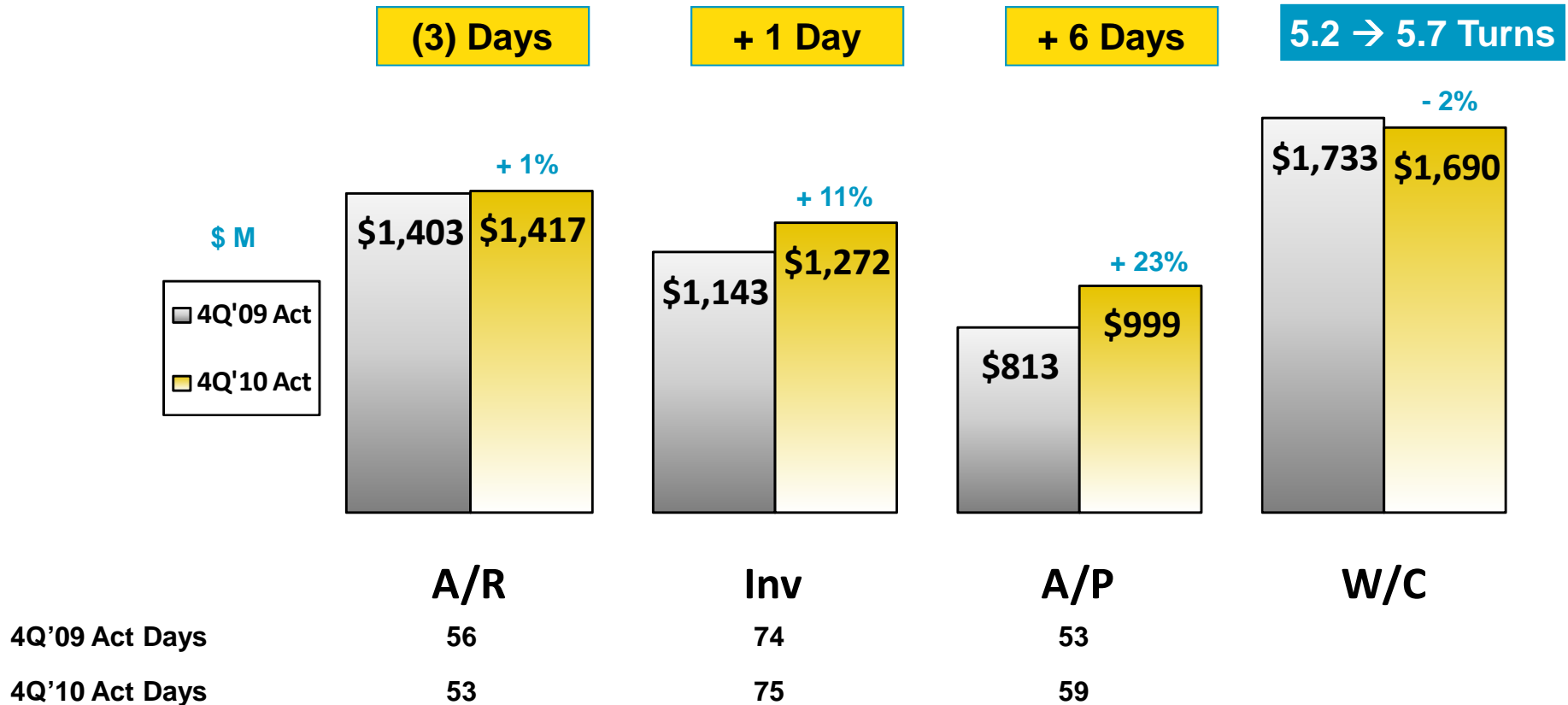
- Pro Forma Revenue Up 15% Due To Increased New Vehicle Penetration, Market Share Gains And Uptick In North American Vehicle Production
- Operating Margins Improved Over 180 Bps Versus Prior Year Due To Increased Productivity And New Products; Nicely Accretive To Segment Margin

Infrastructure (Hydraulics & CRC-Evans)

- CRC-Evans Contributed \$73M To Revenues And Was Accretive To Segment Margin
- Hydraulics Revenue Up 54% Driven By Rebounding Scrap Steel Market

Working Capital – Stanley Black & Decker (Pro Forma)

Pro Forma Turns Improve 10% Vs. Prior Year...



...As SFS Principles Are Being Spread To All Businesses And Regions

2010 Free Cash Flow (Excludes Special Charges)

Powerful Free Cash Flow Generation Capabilities Clearly Demonstrated...

	4Q'10	4Q'09	V\$	'10 YTD	'09 YTD	V\$
Net Income	\$ 179	\$ 74	\$ 105	\$ 619	\$ 242	\$ 377
Deprec/Amort	96	51	45	335	200	135
Restructuring	0	15	(15)	18	41	(23)
Working Capital	318	209	109	135	226	(91)
Other	<u>(60)</u>	<u>(58)</u>	<u>(2)</u>	<u>14</u>	<u>(170)</u>	<u>184</u>
Operating CF	533	291	242	1121	539	582
CapEx	<u>(82)</u>	<u>(28)</u>	<u>(54)</u>	<u>(186)</u>	<u>(93)</u>	<u>(93)</u>
Free Cash Flow	451	263	188	935	446	489

...And Will Continue To Be Proven In 2011 And Beyond

Long-Term Capital Allocation Strategy

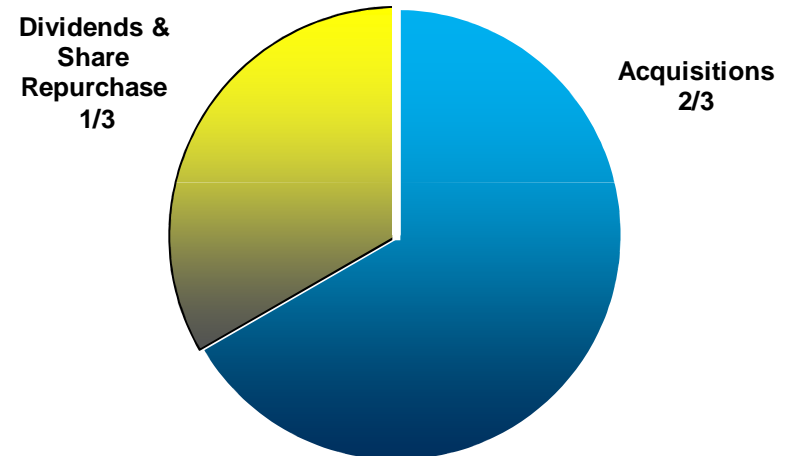
With Clear Powerful Future Cash Flow Generation Potential...

Long-Term Capital Allocation Objectives

- Target Strong Investment Grade Credit Rating
 - Current Adj. Debt/Capital Ratio: 29-30%
- Invest Approximately 2/3 In Acquisitions And Growth
- Return Approximately 1/3 To Shareholders
- Committed To Continued Dividend Growth

These Allocations Do Not Imply A Rigid Annual Formula

Since 2004, SWK Has Returned 48% Of Its FCF To Shareholders



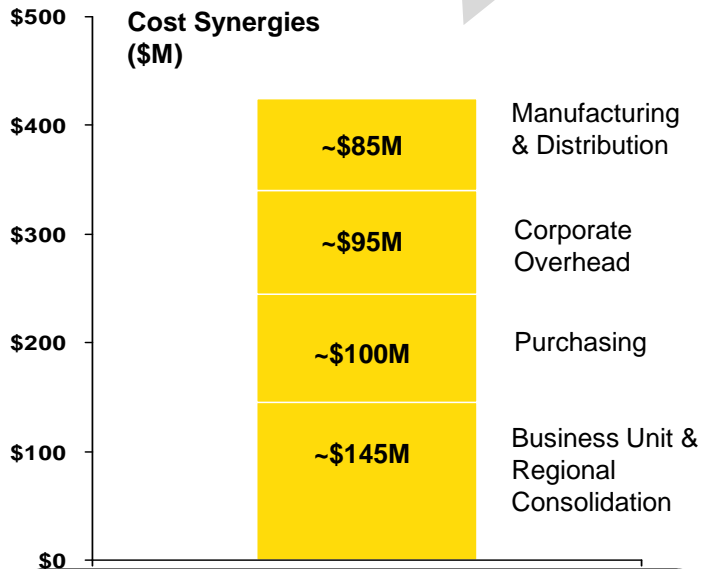
... We Are Assessing Timing & Magnitude Of Dividend Increase

Cost & Revenue Synergy Update

Cost Synergies

2010	\$135M
2011	\$165M
2012	\$125M
	\$425M

Up From \$350M
March 2013
Target



\$425M - \$95M Corporate = \$330M
\$330M Segment Split:
~70% CDIY, ~20% Security (MAS),
~10% Industrial

StanleyBlack&Decker

Revenue Synergies

2013

- Revenue Synergies Of \$300 - \$400 Million
- Implies Incremental EPS Impact Of \$0.35 - \$0.50

2013 Estimate By Type

Geographic Expansion	30%
Channel/Cross-Selling	30%
Brand Expansion	30%
Joint New Product Dev.	10%
Total	\$300 - \$400M

Segment Split
~2/3 CDIY,
~1/6 Industrial
~1/6 Security

Stanley Black & Decker 2011 Segment Outlook

2011 Poised To Be Year Of Solid Organic Sales And Significant Profit Growth...

CDIY

- Mid Single-Digit Pro Forma Organic Revenue Growth Expected For 2011
- New Product Launches Paired With Continued Success Of 12-Volt Max Subcompact Lithium Ion Products To Significantly Drive Revenue
- Revenue Growth Expected In All Regions Of World; Latin America To Outpace Due To Increased Hand Tools Presence
- Share Gains To Continue; Robust 2011 New Product Pipeline For All Business Units As Well As Brand Expansion Plans
- 1H'11 Operating Margin Headwind From 1H'10 Lack Of Normal Promotion Spend; Strong Full Year Operating Margin Accretion Expected

Security

- Low Single Pro Forma Organic Revenue Expected For 2011
- CSS Organic Sales Growth Expected To Outpace MAS Driven By A Return In Install Growth, Expansion Of RMR Base And Solid Healthcare Solutions Performance
- Convergent Market In North America To Continue To Strengthen Due To National Accounts; Market In Europe To Rebound At Some Point In 2011
- Commercial Construction Market Rebound Not Likely Until 2H'11, Pressuring MAS Revenues In 1H'11; New Products And Cross-Selling Opportunities To Help Offset
- Modest Growth Expected For Residential Hardware Driven By New Product Launches And Expanded Distribution Channels

Industrial

- Mid Single-Digit Pro Forma Organic Revenue Growth Expected For 2011
- EXPERT Tool Product Launch To Drive Global Growth, Particularly In Rapidly Expanding Emerging Markets For Industrial & Automotive Repair
- No Restocking Activity Anticipated For Industrial Channels; Inventory Levels And End User Demand At Healthy Levels
- Markets Served By Engineered Fastening Appear Strong; Global Auto Production Expected To Rise 5%, Increased Backlog And Quoting Activity Suggests Rebound In Aerospace Market
- Expansion Into Offshore And International Markets To Drive Solid Growth For Infrastructure Platform

...Seamless Integration Remains Key To Success

Stanley Black & Decker 2011 Outlook

**2011 EPS Guidance \$4.75 - \$5.00* On Sales Growth Of 5.5 – 6.5%
Including Revenue Synergies**

The Company Is Providing The Following Key Factors Associated With Its 2011 EPS Guidance Range:

- Net Organic Sales To Increase 5-6% From Combined Company Pro-forma Level Of \$9.3 Billion
- Revenue Synergies Will Add An Incremental 50 Bps To 2011 Revenues; Modest EPS Impact
- Acquisition Revenue (CRC-Evans, SSDS, GMT, InfoLogix) Will Approximate 3% Growth (From \$9.3B 2010 PF)
- \$165 Million In Cost Synergies Related To The Black & Decker Merger
- Operating Margin Rate Expansion Of Approximately 150 Bps Versus 2010.
 - Includes Net 100 Bps Negative Impact From Price/Inflation
 - Based On Current Rates, Foreign Exchange Should Not Have A Significant Impact
- Tax Rate Will Be Approximately 25%-26%
- Non-merger And Acquisition Related Restructuring, Impairment And Related Charges To Remain Relatively Flat To Those Taken In 2010 (~\$25 Million).
- Including All Acquisition And Black & Decker Transaction-related One-time Charges, The Company Expects EPS To Approximate \$4.29 To \$4.54 In 2011. (Charges Listed In Appendix And Press Release)

Free Cash Flow To Approximate \$1.1 Billion*

- Increased Capital Expenditures In 2011 Due To Revenue Synergies
- Assumes Modest Benefit From Working Capital

Summary

- Potential For Strong Organic Revenue And Profit Growth In 2011 And Beyond Is Clear
 - Achievement Largely Contingent On Continued Successful Integration
- Increased Cost Synergy Target To Drive Enhanced Profitability
- Revenue Synergy Target Identified; More Details Around Opportunities At March Analyst Day
- January 11th, 2011 Marked Global Company-Wide Re-launch Of SFS; Opportunity And Path For Improvement Embraced Company-Wide
- ~\$1.1 Billion* In Free Cash Flow Forecasted For 2011; Acquisition Pipeline Is Robust, But Integration Remains Top Priority

APPENDIX

Stanley Black & Decker 2011 Outlook- Cont'd

Including All Acquisition And Black & Decker Transaction-related One-time Charges, The Company Expects EPS To Approximate \$4.29 To \$4.54 In 2011

The Company Estimates The One-time Charges To Be As Follows:

- Total Costs To Achieve Cost Synergies In 2011 Is \$105 Million.
- Restructuring And Related Costs Associated With Severance Of Employees And Facility Closures Of \$90 million: \$41 Million Restructuring And \$49 Million Of COS Charges
- One-time Costs To Be Recorded In SG&A And "Other-net" Of \$15 Million For Certain Compensation Charges, Advisory And Consulting Fees.

- **\$350M Of D&A (½A, ½D)**
- **Cash EPS Of \$5.52 - \$5.77 (Excludes A)**
- **Share Count Consistent To Y/E 2010 Levels**

Stanley Black & Decker: Purchased Materials

Direct Material Spend

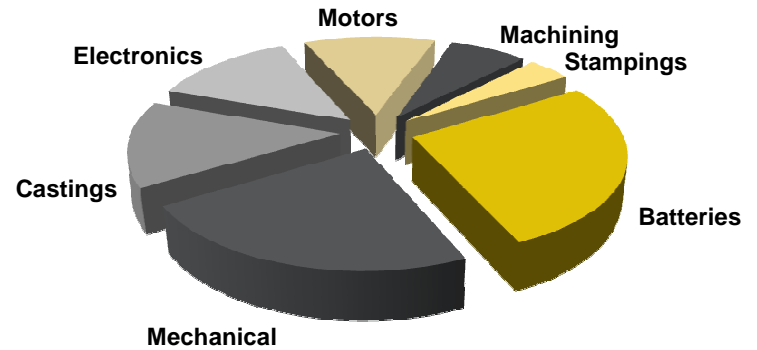
2010 (\$M)		
Finished Goods	1,500	41%
Components	1,400	38%
Resin / Plastic	290	8%
Steel	240	7%
Base Metals	130	4%
Packaging	115	3%
Total	3,675	100%

Top Three Raw Mat Exposures
 (Finished Goods + Direct + Components)

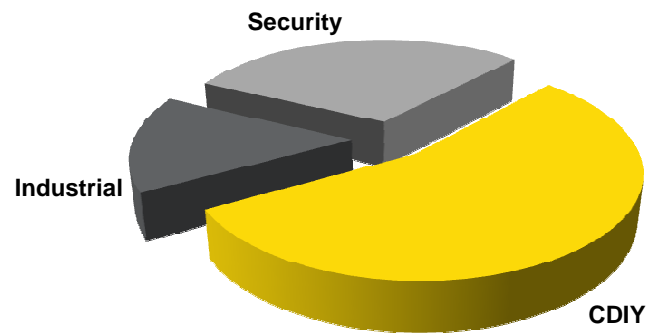
- Steel = ~20%
- Resin = ~10%
- Paper = ~3%

(For Directional Analysis Only)

Components



Finished Goods



Stanley Black & Decker End Market Update

Estimates Based On 2010 Pro Forma Revenues

<i>End Market</i>	<i>MAS</i>	<i>CSS</i>	<i>INDUSTRIAL</i>	<i>CDIY</i>	<i>SWK</i>
Residential Const.	27%	5%	3%	29%	21%
Other Residential*	38%	0%	2%	41%	28%
Comm. Const.	13%	17%	4%	23%	17%
Retail	12%	15%	0%	2%	4%
Healthcare	3%	23%	1%	0%	3%
Education	3%	3%	1%	0%	1%
Government	3%	11%	7%	1%	4%
Automotive Aftermkt.	0%	2%	19%	1%	5%
Industrial**	0%	7%	37%	3%	10%
Automotive Prod.	0%	0%	22%	0%	5%
Infrastructure***	0%	0%	6%	0%	1%
Other	1%	17%	0%	0%	1%
Total	100%	100%	100%	100%	100%

*Includes Products For Repair, Remodel, DIY, Cleaning, Lighting, Outdoor, Hobbies, Consumer Auto And Electronics.

**Industrial Includes Manufacturing, Utilities, Distribution, Power, Rail, Oil & Gas, Etc.

***Infrastructure Includes Pipe Construction And Services & Equipment