

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287  
Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* <u>ROTHLEITNER MARK M</u>  (Last) (First) (Middle) <u>C/O THE BLACK &amp; DECKER CORPORATION</u> <u>701 EAST JOPPA ROAD</u>  (Street) <u>TOWSON</u> <u>MD</u> <u>21286</u>  (City) (State) (Zip)	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>BLACK &amp; DECKER CORP [ BDK ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>03/12/2010</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice President and Treasurer</u>  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	03/12/2010		D		15,926	D	(1)	0	D	
Common Stock	03/12/2010		D		1,797.5761 <sup>(2)</sup>	D	(3)	0	D	

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 Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$48.33	03/12/2010		D			15,000	04/30/2003 <sup>(4)</sup>	04/29/2012	Common Stock	15,000	(4)	0	D	
Employee Stock Option (Right to Buy)	\$39.74	03/12/2010		D			15,000	04/28/2004 <sup>(5)</sup>	04/27/2013	Common Stock	15,000	(5)	0	D	
Employee Stock Option (Right to Buy)	\$60.19	03/12/2010		D			7,500	04/26/2005 <sup>(6)</sup>	04/25/2014	Common Stock	7,500	(6)	0	D	
Employee Stock Option (Right to Buy)	\$82.255	03/12/2010		D			7,500	04/25/2006 <sup>(7)</sup>	04/24/2015	Common Stock	7,500	(7)	0	D	
Employee Stock Option (Right to Buy)	\$92.355	03/12/2010		D			8,000	04/19/2007 <sup>(8)</sup>	04/18/2016	Common Stock	8,000	(8)	0	D	
Employee Stock Option (Right to Buy)	\$88.37	03/12/2010		D			8,000	04/18/2008 <sup>(9)</sup>	04/17/2017	Common Stock	8,000	(9)	0	D	
Employee Stock Option (Right to Buy)	\$68.04	03/12/2010		D			8,000	04/16/2009 <sup>(10)</sup>	04/15/2018	Common Stock	8,000	(10)	0	D	
Employee Stock Option (Right to Buy)	\$38.28	03/12/2010		D			12,200	04/29/2010 <sup>(11)</sup>	04/28/2019	Common Stock	12,200	(11)	0	D	

Explanation of Responses:

- 1. Disposed of pursuant to merger agreement between The Black & Decker Corporation and The Stanley Works in exchange for 20,305 shares of Stanley Black & Decker, Inc. (SWK) common stock, having a market value of \$57.86 per share on the effective date of the merger.
- 2. The information in this report is based on The Black & Decker Retirement Savings Plan statement dated as of December 31, 2009.
- 3. Disposed of pursuant to merger agreement between The Black & Decker Corporation and The Stanley Works in exchange for 2,291.9095 shares of Stanley Black & Decker, Inc. (SWK) common stock, having a market value of \$57.86 per share on the effective date of the merger.
- 4. This option, which provided for vesting in four equal annual installments beginning 4/30/2003, was assumed by Stanley Black & Decker, Inc. (SWK) in the merger and replaced with an option to purchase 19,125 shares of SWK common stock for \$37.91 per share.
- 5. This option, which provided for vesting in four equal annual installments beginning 4/28/2004, was assumed by Stanley Black & Decker, Inc. (SWK) in the merger and replaced with an option to purchase 19,125 shares of SWK common stock for \$31.17 per share.
- 6. This option, which provided for vesting in four equal annual installments beginning 4/26/2005, was assumed by Stanley Black & Decker, Inc. (SWK) in the merger and replaced with an option to purchase 9,562 shares of SWK common stock for \$47.21 per share.
- 7. This option, which provided for vesting in four equal annual installments beginning 4/25/2006, was assumed by Stanley Black & Decker, Inc. (SWK) in the merger and replaced with an option to purchase 9,562 shares of SWK common stock for \$64.52 per share.
- 8. This option, which provided for vesting in four equal annual installments beginning 4/19/2007, was assumed by Stanley Black & Decker, Inc. (SWK) in the merger and replaced with an option to purchase 10,200 shares of SWK common stock for \$72.44 per share.
- 9. This option, which provided for vesting in four equal annual installments beginning 4/18/2008, was assumed by Stanley Black & Decker, Inc. (SWK) in the merger and replaced with an option to purchase 10,200 shares of SWK common stock for \$69.31 per share.
- 10. This option, which provided for vesting in four equal annual installments beginning 4/16/2009, was assumed by Stanley Black & Decker, Inc. (SWK) in the merger and replaced with an option to purchase 10,200 shares of SWK common stock for \$53.37 per share.
- 11. This option, which provided for vesting in four equal annual installments beginning 4/29/2010, was assumed by Stanley Black & Decker, Inc. (SWK) in the merger and replaced with an option to purchase 15,555 shares of SWK common stock for \$30.03 per share.

Remarks:

/s/ Natalile A. Shields,  
Attorney-in-Fact03/17/2010

\*\* Signature of Reporting PersonDate

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

\* 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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