



Organic Growth Continues
Driven By Innovation And Emerging Market Expansion

Stanley Black & Decker 3Q'13 Overview

StanleyBlack&Decker

October 16, 2013

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 The Corresponding Press Release And Form 8-K And Our Recent 1934 Act SEC Filings.

3Q'13 Highlights

- 3Q'13 Revenues Increased 10% Driven By 4% Organic Growth And Addition Of Infastech; Partially Offset By Currency
- 3Q'13 Diluted EPS Of \$1.39*, Up 14% VPY - 3Q'13 Diluted GAAP EPS Of \$1.07
- Growth Initiatives Continue To Deliver Strong Results | ~ 2 Points Of Growth
- CDIIY And Industrial Post Compelling Top-Line Growth
 - CDIIY Achieved Robust Organic Growth Of 5% At ~15% OM Rate*
 - Stanley Oil & Gas Delivers Another Strong Quarter (+32% Organic Growth)
- Security Growth Rate & Margin Improve Sequentially
 - Organic Growth +1% VPY Driven By Growth Investments In NA Verticals And Emerging Markets
 - OM Rate Improves 170 Bps Sequentially To 12.2%*
- 2013 FY EPS* Guidance Revised As A Result Of Slower Margin Rate Recovery Within Security, Weakening Emerging Markets & The Impact Of U.S. Government Shutdown On Organic Growth
 - Full Year EPS* Of \$4.90 – \$5.00, FCF* At \$800M

Solid Organic Growth Performance Partially Offset By Slower Than Expected Security Improvement Plan

3Q'13 Sources Of Growth

Organic Growth Remains Strong As Momentum From The Growth Initiatives Continue...

Sources Of Growth

	3Q'13	YTD
Volume	+ 5%	+ 3%
Price	- 1%	Flat
Organic	+ 4%	+ 3%
Acquisitions	+ 7%	+ 6%
Currency	- 1%	- 1%
SWK	+ 10%	+ 8%

Regional Organic Growth

	3Q'13	YTD
United States	+ 3%	+ 3%
Europe	- 1%	- 1%
Emerging Markets	+14%	+ 8%
Rest Of World	Flat	- 2%
SWK	+ 4%	+ 3%

...However, Uncertain Macro Situation, Particularly In The Emerging Markets Developed In 3Q



3Q'13 Organic Growth Initiatives Update

Organic Growth Initiatives Continue To Drive Compelling Results...

3Q'13 | YTD '13 Organic Growth Initiatives

- Emerging Market Expansion Continues
 - ~ 300 Hires; Including Key Country Leader & Sales Positions
 - Distributor Expansion Progressing
 - Preparing For MPP Product Launches | Accelerated Through GQ Acquisition
- Security Verticals Gaining Traction
 - Order Momentum Building
 - Recent Successes In K-12, Healthcare & Global
- Remain On Track To 3-Year Commitments

Emerging Market Growth Initiative

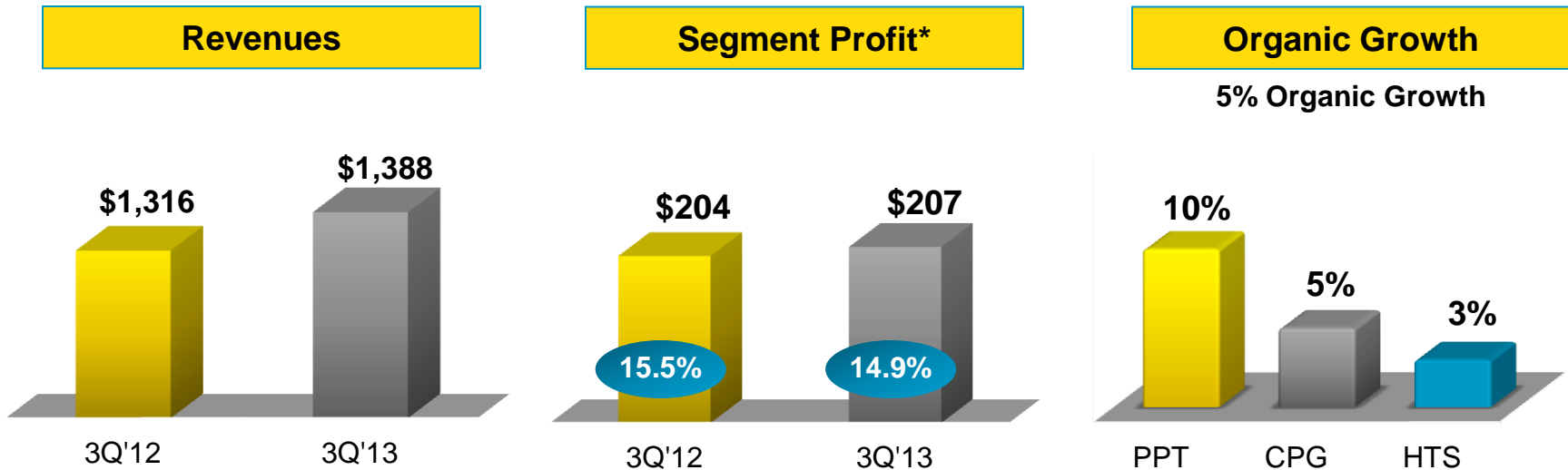
Organic Growth Highlights

	3Q'13	
CDIY & IAR	Russia	+32%
	China	+27%
	MEA*	+9%
	Latin America	+8%
	SEA*	+7%
	Total	+13%

...As The Emerging Markets Prepare For MPP Product Solutions In 2014

3Q'13 CDIY

Organic Growth Up 5% On North America And Emerging Markets...



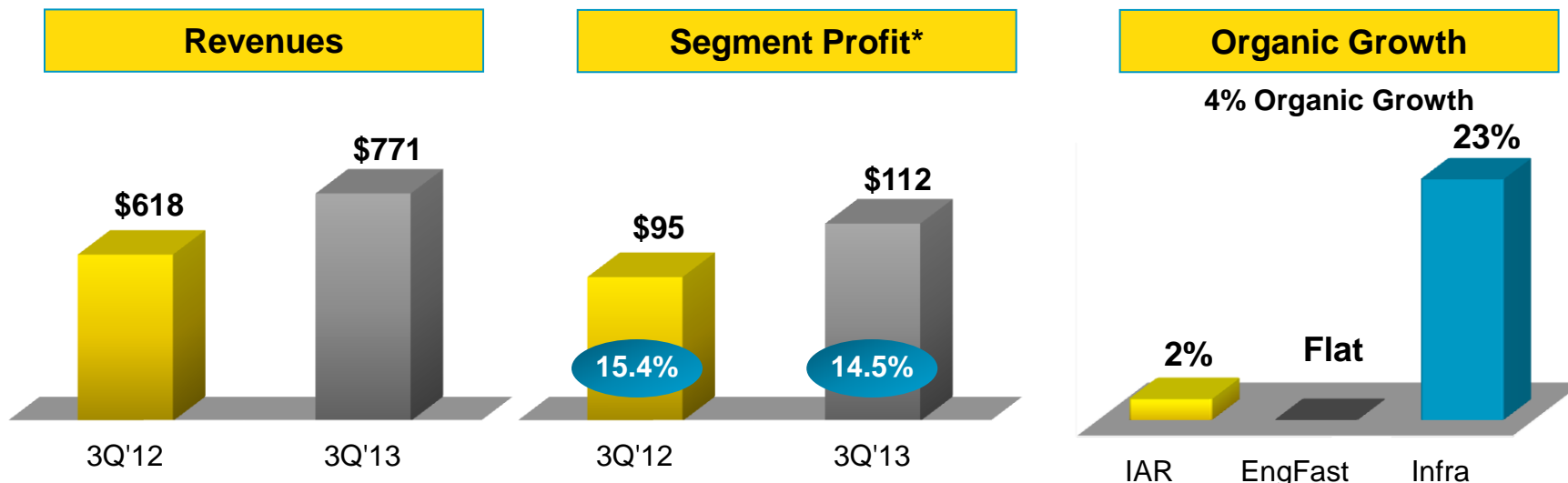
Construction & Do-It-Yourself

- 5% Organic Growth: North America +4%, Europe +3%, Emerging Markets +10%
- Organic Growth Posted In All Regions & All SBUs Reflecting Market Share Gains Driven By Innovation And Channel/Retail Partnerships
- OM Rate Decline Reflects Impact Of Growth Initiative Investments And Foreign Exchange Headwinds
- PPT: Strength From US Promotions, New Product Introductions And Emerging Market Gains
- CPG: Growth From Outdoor, Europe Steam & Hand Vacuums And Emerging Markets
- HTS: Continued Strength in DEWALT Hand Tools, Mechanics Tools And UK Promotions

...Expect Strong Close To The Year | Emerging Markets Growth Lower Than Initially Expected

3Q'13 Industrial

Industrial Continues To Post Solid Organic Growth....



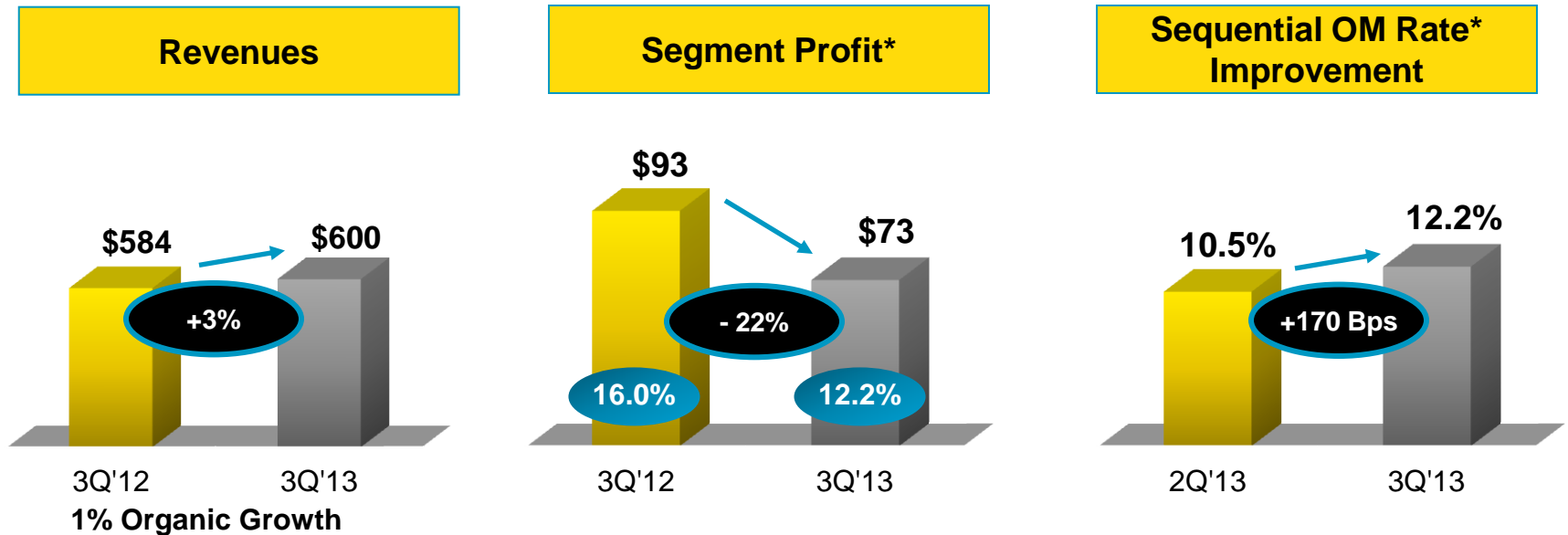
Industrial

- 4% Organic Growth: Volume +4%, Pricing Flat, Acquisitions +22% & Currency Down 1%
- OM Rate Reflects Impact Of Growth Investments And Mix Within Engineered Fastening
- Infrastructure: Oil & Gas Up >30% Organically
 - Continued Global Onshore Volume Growth; Particularly North America Onshore Demand
- IAR: Continued Strength In Growth Initiatives (EM & MRO Vending) And Mac Offsetting Weak Government
- Engineered Fastening: Flat As Fastener Growth In Excess Of Light Vehicle Production Was Offset By Strong Comp In Equipment Installations | Infastech Integration On Track

...Highlighted By Oil & Gas NA Onshore Performance

3Q'13 Security

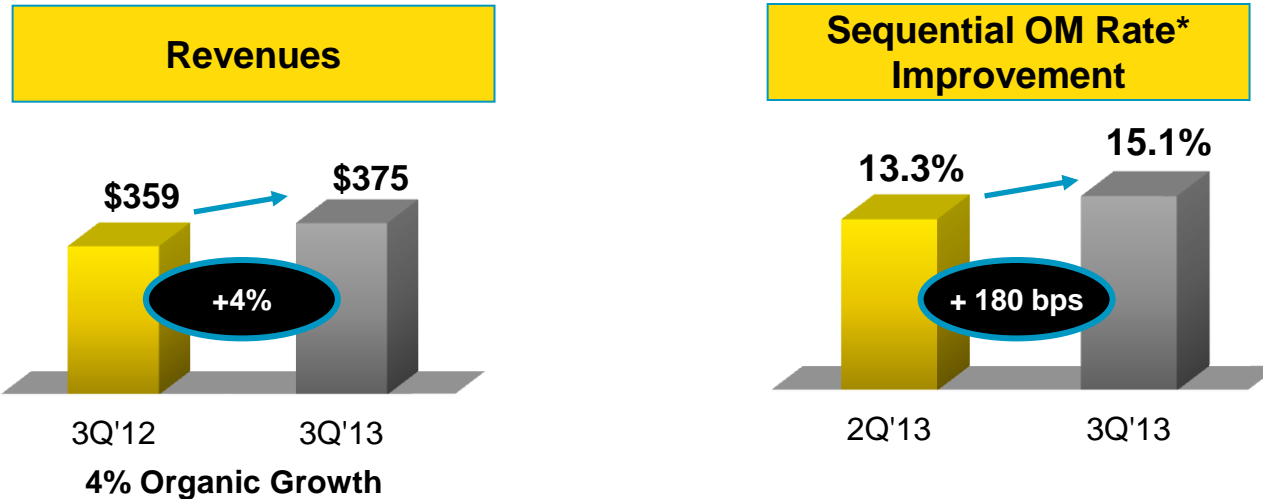
Organic Growth Up 1% With Sequential Rate Improvement Albeit Lower Than Expected ...



...But There Are Two Distinct And Separate Themes Here

3Q'13 Security – North America & Emerging Markets

Solid Organic Revenue And 180 Bps OM Rate Improvement To ~15%*...

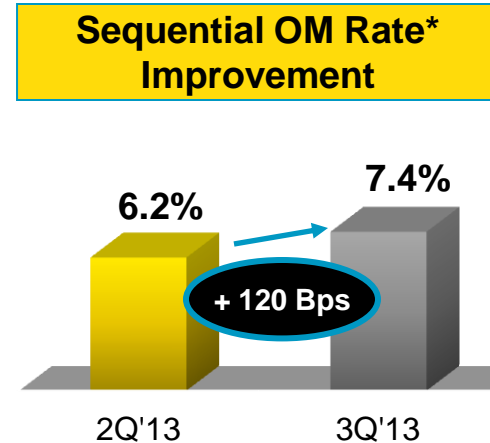
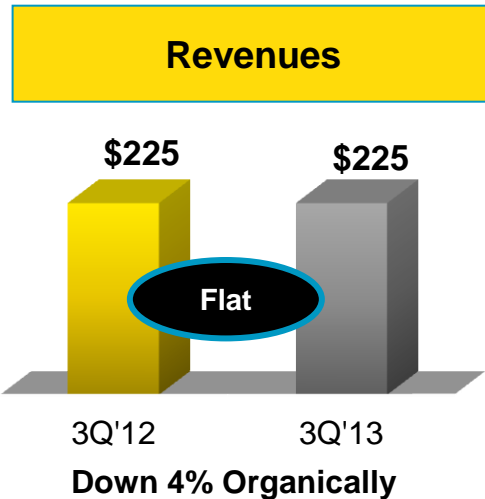


- Organic Growth: + 4%
 - Vertical Market Initiative Gaining Traction
 - Strong Automatic Doors Volume
 - Robust New Product Introductions Across The Businesses
 - Emerging Markets Also Contributing
- Sequential OM Rate Improvement Promising With Several Key Drivers
 - Vertical Market Mix
 - Improvements In Field Efficiency
 - Commercial Lock Transition

North America & Emerging Markets Making Solid Progress...With OM Rate Within Sight Of Historical Levels

3Q'13 Security – Europe

Down 4% Organically With Significantly Slower Than Expected OM Rate Progression



Reality: Organic Growth Shortfalls Cutting Into Margin Rates

- No Help From Macro Environment
- Historical Over Dependence On Securitas Referrals For Origination
- Weak Legacy Management In Several Critical Geographies
- Legacy “Systems Integration” Model Vs. Recurring Revenue Model

Several Significant Structural Challenges

Remedy: Although Slower Than Desired, Real Progress Has Been Made

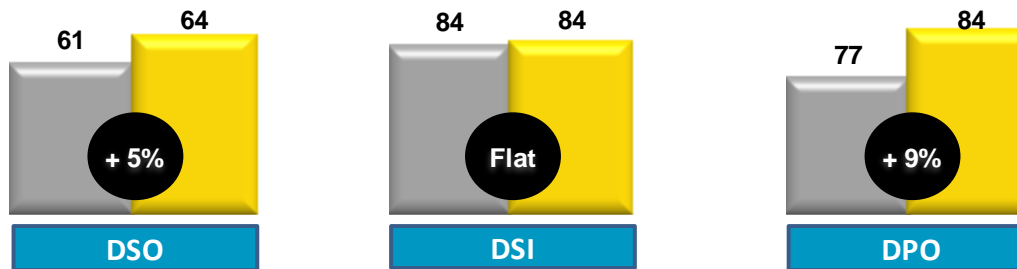
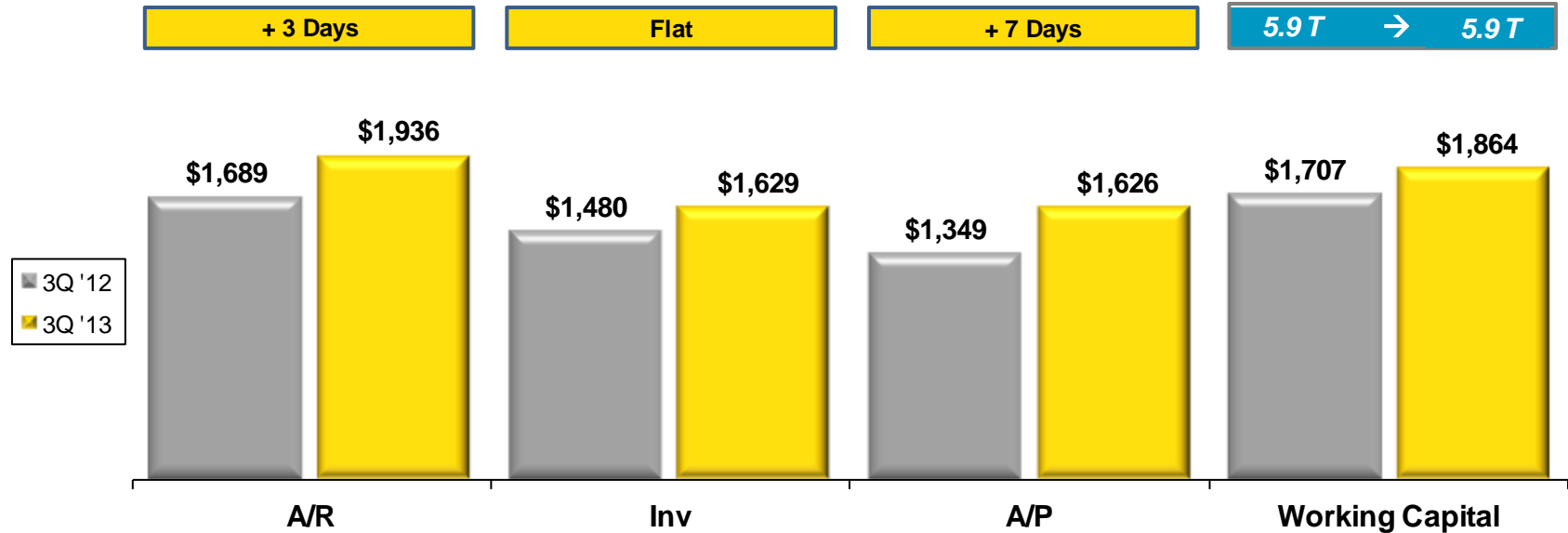
- Macro Environment Stabilizing
- Sales Force Rebuild Well Underway
- France, UK & Even Southern Europe Performing Well
 - Nordics & Germany Works In Progress
- Most Management Upgrades Complete

Fixes In Place... Situation Stabilizing

**Will Continue To Make Sequential Progress With Security
Europe Transitioning To Earnings Growth Driver In 2014**

Working Capital

W/C Turns Flat Versus Prior Year Supporting Emerging Markets Growth...



...Continued Focus On Achieving Our 2016/2017 Goal Of 10 WCT

3Q'13 Free Cash Flow*

YTD FCF Trailing Prior Year Performance...

	QTD			YTD		
	3Q'12	3Q'13	V\$	YTD'12	YTD'13	V\$
Net Income	\$ 232	\$ 225	\$ (7)	\$ 636	\$ 575	\$ (61)
Deprec/Amort	106	109	3	331	323	(8)
Working Capital	(175)	(244)	(69)	(286)	(372)	(86)
Other	72	62	(10)	(50)	(166)	(116)
Operating CF	235	152	(83)	631	360	(271)
CapEx	(66)	(81)	(15)	(168)	(204)	(36)
Free Cash Flow	\$ 169	\$ 71	\$ (98)	\$ 463	\$ 156	\$ (307)

...Updating Expectation To \$800M* Due To Lower Earnings And Working Capital Performance

Stanley Black & Decker Revised 2013 Outlook

Security Margin Performance & Current Macro Environment Necessitates Guidance Revision...

**2013 EPS Expected To Be In The Range Of
\$4.90–\$5.00* Versus \$5.40 - \$5.65***

- The Following Represent The Factors Underlying The 2013 Outlook Revision
 - Approximately Half Of The EPS Reduction Relates To The Slower Than Expected Pace Of The Security Margin Improvement
 - The Balance Of The Reduction Relates To Lower Growth Within The CDIY And Industrial Segments. This Is Primarily Attributable To Growth Pressure Within The Emerging Markets Due To The Current Volatile Macroeconomic Environment And The Uncertainty Created By The U.S. Government's Sequestration And Shut-down And Its Impact On Business, Consumer Confidence And Spending Levels
 - Partially Offsetting These Items Will Be A Lower Tax Rate* Of ~20% Vs. The Prior Estimated Tax Rate Of ~23%
- The Above, Combined With Lower Than Expected Working Capital Performance, Lowers The FCF Guidance To \$800M* From \$1B* Prior Expectation

FY'13 Organic Growth Now Expected To Be ~3% Vs. 4-5%

Security Revisions In Updated Outlook | Industrial & CDIY Expected To Hit Low End Of Prior Guidance

FY 2013 Segment Outlook:

CDIY

- Mid-Single Digit Organic Revenue Growth Expected For 2013; Now Expected At The Low End Of The Range Due To Lower EM Growth
- Modest OM% Increase YOY Due To Cost Synergies; Growth Investments & FX Offset Volume Growth

Security

- Organic Revenue Expected To Be A Modest Decline For 2013; Modest Growth In North America Offset By Continued Mid Single Digit Declines In Europe
- OM% To Decrease YOY – Improvement Expected In 2H, But Is Materializing Slower Than Previously Anticipated

Industrial

- Low To Mid Single Digit Organic Revenue Growth Expected For 2013 | Slightly Lower Than Previously Expected Due To Lower EM Growth And The Uncertain Government Situation
- OM% Expected To Decrease YOY Due To Slightly Lower Than Line Average Infastech Margins & Growth Investments

**...Full Year 2014 Guidance Being Developed, But Will Likely Reflect 4-6% Organic Growth
And 7% - 9% YOY EPS Growth, Excluding Charges**

Summary

2013 Demonstrating Traction In Organic Growth...

- Continued Progress With Organic Growth Initiatives | 4% Organic Growth In 3Q
- CDiy And Industrial Post Solid Performance
- Recalibrating Security Margin Performance | Below Expectations But Progressing – To Regain Position As Revenue And Earnings Growth Driver In 2014 And Beyond
- Emerging Market Macro Environment Volatile And The US Government Situation Is Creating Market Uncertainty
- 2013 Outlook Revised To Reflect Updated Market & Security Margin Expectations

Remain Focused On Driving Organic Growth & Efficiencies Across The Entire Company, Maximizing Synergies Across Our Lines Of Business & Allocating Capital In Ways That Provide Excellent Returns For Our Shareholders

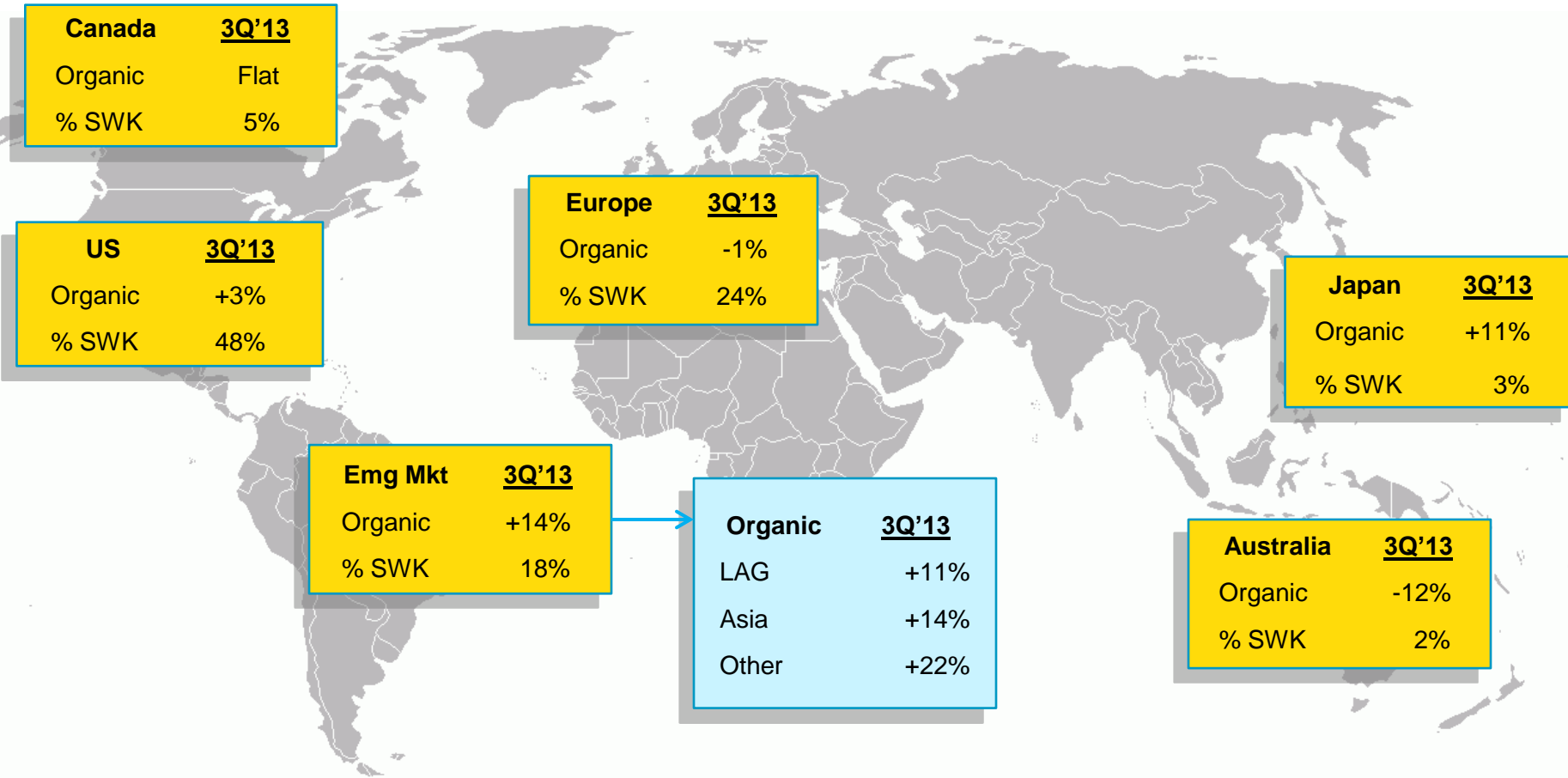
...Which Positions The Company To Deliver Our Long-Term Financial Objectives

APPENDIX

Global Presence

Note: Emerging Market Figures Shown On Slide 6 Reflect Only The Growth In The Regions Tied To The Emerging Market Growth Initiative

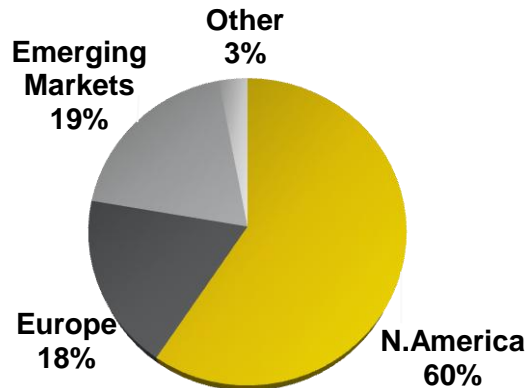
Emerging Markets Lead The Way With Strong 3Q Organic Growth



Regional Revenue Breakout 3Q'13

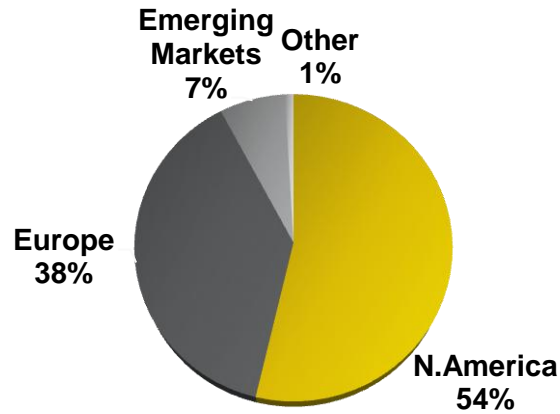
CDIY

\$1,388M



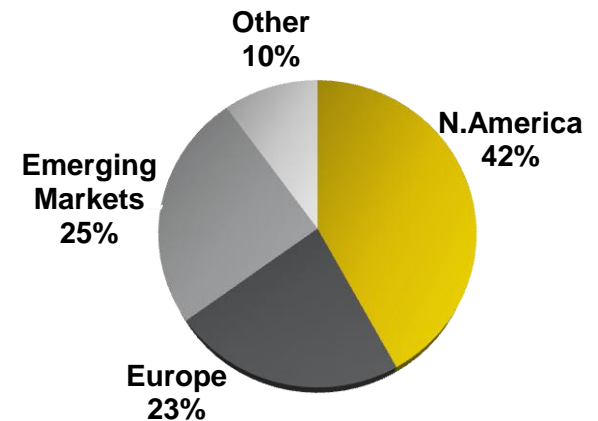
Security

\$600M



Industrial

\$771M



Nearly Half Of Our Revenues Still Generated In North America | Emerging Markets Are A Significant Opportunity For Growth

These results reflect the Company's continuing operations. The Company sold its Hardware & Home Improvement business (HHI), including the residential portion of Tong Lung in December of 2012. The sale of this business occurred in a First and Second Closing. The First closing, which excluded the residential portion of Tong Lung, occurred on December 17, 2012. The Second closing in which the residential portion of Tong Lung was sold occurred on April 8, 2013. The operating results of the residential portion of Tong Lung and HHI have been reported as discontinued operations for 3Q'12. In addition, in 3Q'13 the Company has reported two small businesses as discontinued operations. Total sales reported as discontinued operations were \$7.8 million and \$268.8 million for 3Q'13 and 3Q'12, respectively.

Organic sales growth is defined as total sales growth less the sales of companies acquired in the past twelve months and any foreign currency impacts. Operating margin is defined as sales less cost of sales and selling, general and administrative expenses. Management uses operating margin and its percentage of net sales as key measures to assess the performance of the Company as a whole, as well as the related measures at the segment level. Free cash flow is defined as cash flow from operations less capital and software expenditures. Management considers free cash flow an important indicator of its liquidity, as well as its ability to fund future growth and to provide a return to the shareowners. Free cash flow does not include deductions for mandatory debt service, other borrowing activity, discretionary dividends on the Company's common stock and business acquisitions, among other items. The normalized statement of operations, cash flows and business segment information, as reconciled to GAAP on pages 13-18 for 2013 and 2012, are considered relevant to aid analysis of the Company's operating performance, earnings results and cash flows aside from the material impact of the one-time charges and payments associated with the Black & Decker merger, the Niscayah and Infastech acquisitions and other smaller acquisitions of the Company. Normalized cash flow and free cash flow, as reconciled from the associated GAAP measures on pages 15-16 for 2013 and 2012 are considered meaningful pro forma metrics to aid the understanding of the Company's cash flow performance aside from the material impact of the M&A-related payments and charges.