



**DEWALT: Built In The USA With Global Materials
More Than 250 Jobs Will Be Added To Charlotte, NC Facility**

Stanley Black & Decker 4Q And Full Year 2013 Overview

StanleyBlack&Decker

January 24, 2014

Participants

John Lundgren

Chairman & CEO

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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.

4Q And Full Year 2013 Highlights

- 4Q'13 Revenues Increased 9% Driven By 4% Organic Growth And Addition Of Infastech
- 4Q'13 Diluted EPS Of \$1.32* | 4Q'13 Diluted GAAP EPS Of \$0.41
- CDIIY And Industrial Post Compelling Top And Bottom Line Growth
 - CDIIY Achieved Robust Organic Growth Of 6% At 14.6% OM Rate*
 - Industrial Posted ~16% OM* And 8% Organic Growth With Gains Across All Businesses
- Security Recovery Underway Delivering Margins Consistent With 3Q'13 As Expected
- 2013 Full Year Results
 - Revenues Up 8% | 3% Organically Driven By CDIIY & Industrial
 - 2013 Diluted EPS Of \$4.98* | GAAP EPS Of \$3.26
 - Achieved Free Cash Flow* Of \$854M And 8.0 Working Capital Turns
- 2014 Guidance Reiterated
 - Full Year EPS* Of \$5.30 – \$5.50 | FCF At \$675M Inclusive Of ~\$250M Of One-Time Payments

Solid Top And Bottom Line Performance In CDIIY And Industrial | Security Recovery Underway

4Q And Full Year 2013 Sources Of Growth

Organic Growth Driven By Developed Market Strength...

Sources Of Growth

	4Q'13	FY'13
Volume	+ 4%	+ 3%
Price	Flat	Flat
Organic	+ 4%	+ 3%
Acquisitions	+ 6%	+ 6%
Currency	- 1%	- 1%
SWK	+ 9%	+ 8%

Regional Organic Growth

	4Q'13	FY'13
United States	+ 4%	+ 3%
Europe	+ 1%	Flat
Emerging Markets	+ 5%	+ 8%
Rest Of World	+ 5%	Flat
SWK	+ 4%	+ 3%

...While Emerging Markets Deliver A Multiple Of GDP Growth

2013 Organic Growth Initiatives Highlights

Organic Growth Initiatives Are Taking Hold; Driving Two Points Of Growth In 2013...

Global Emerging Markets

- 300+ Hires; Including Key Country Leaders & Sales Positions
- Dedicated Business Teams Established In Market | ~300 SKUs Launched
- Distributor Expansion Progressing | +1,500 New Distributors
- Preparing For MPP Product Launches | Accelerated Through GQ Acquisition

**2013 Organic
Growth 2.5X GDP¹**

M&A Revenue Synergies

- Continued To Leverage Black & Decker And Powers Acquisitions
- Continued Outperformance In 2013 | 2X Plan

**Over \$100M
Revenue**

Security Verticals Gaining Traction

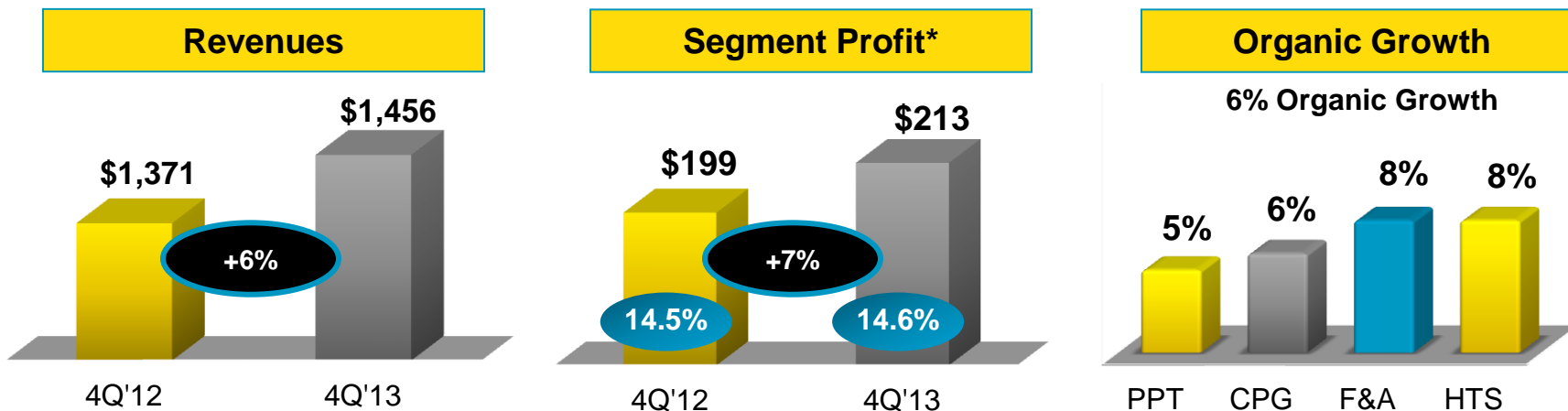
- Order Momentum Building | ~\$100M Annualized Order Level
- Traction Most Notable In Global, Healthcare & Education Verticals
- Accretive GM Rate

**2013 Revenue
~\$40M**

...Also Expect To Realize Two Points Of Growth In 2014

4Q'13 CDIY

Organic Growth Up 6% With All Regions Delivering Solid Growth...

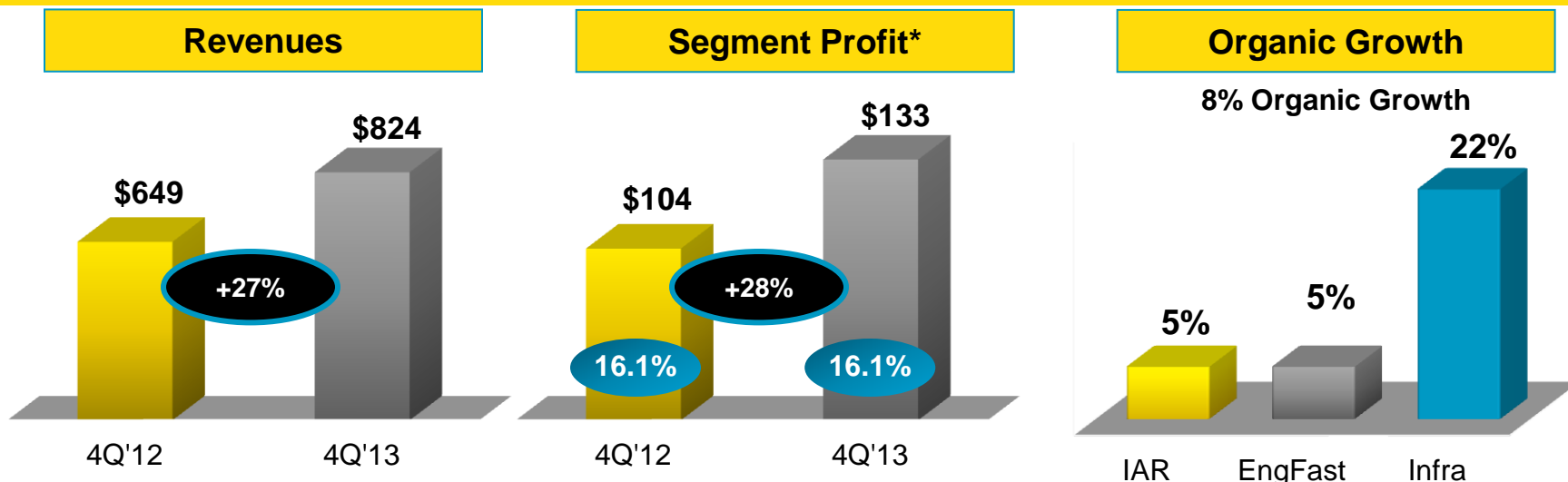


- 6% Organic Growth: North America +5%, Emerging Markets +8% And Europe +7%
- Organic Growth Posted In All Regions & All SBUs Reflecting Market Share Gains Driven By Innovation And Channel/Retail Partnerships
- OM Rate Improvement Reflects Volume And Productivity Impacts Offsetting Foreign Exchange Headwinds And Growth Initiative Investments
- PPT: Strength Driven By New Product Introductions And Emerging Market Gains
- CPG: Europe Steam & Hand Vacuums, North America Holiday Promotions And Emerging Markets
- HTS: Continued Strength From DEWALT Hand Tools, EM And Strong UK Promotions
- F&A: Bostitch Expansion And Powers Revenue Synergies

...Delivering Strong Bottom Line Growth In The Face Of Currency Headwinds

4Q'13 Industrial

Industrial Delivers Significant Organic And Acquisitive Revenue Growth...

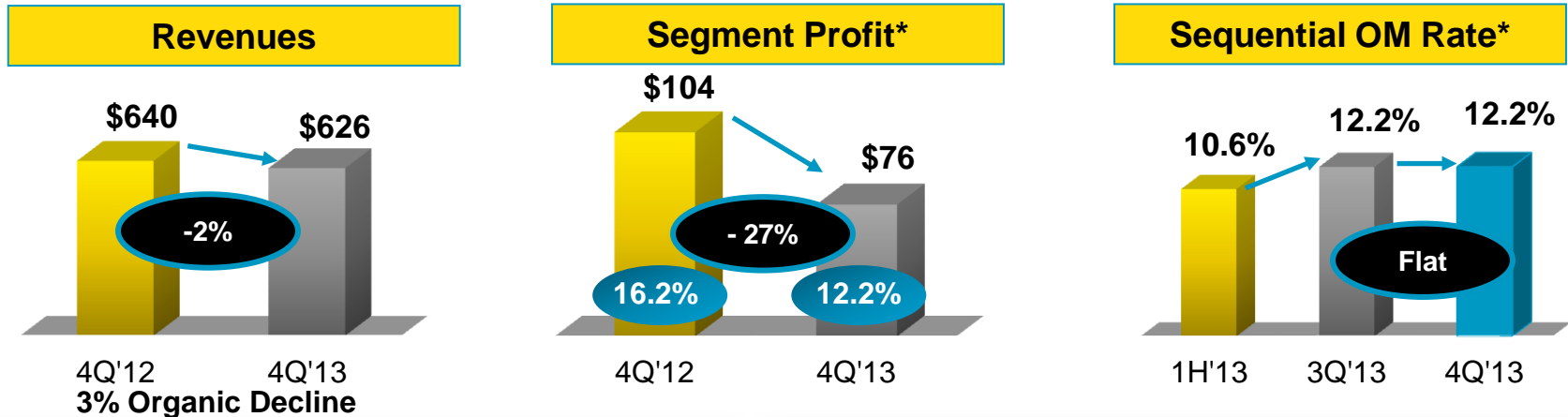


- 27% Revenue Growth: Volume +8%, Pricing Flat, Acquisitions +20% & Currency Down 1%
- OM Rate Strong As Volume Growth Leverage Offset By Growth Investments And Foreign Exchange
- IAR: Strong European Growth Due To Equip'Auto Fair, Strength In MRO Vending And MAC, Partially Offset By Weak Government Sales
- Engineered Fastening: Strong Automotive Share Gain Led To Organic Growth In Excess Of Light Vehicle Production
- Infastech Integration On Schedule Tracking To Expectations
- Infrastructure: Oil & Gas Up Over 35% Organically
 - Driven By North America Onshore Growth And Offshore Activity In Gulf Of Mexico & Brazil

...Margin Rates Remain Strong Despite Growth Investments And Foreign Exchange

4Q'13 Security

Security Improvement Underway Delivering Margins Consistent With 3Q'13...



NA & EM (Flat Organic Growth | 17.4% OM)

- Organic Growth: Emerging Markets And Automatic Doors Growth Offset By 4Q'12 Commercial Lock Distributor Load In
- Sequential OM Rate Improvement Continues
 - Improvements In Field Efficiency Leading To Stronger Install Margins
 - Vertical Solutions Accretive To Margin Rate
 - Commercial Lock Transition Complete | Distributors Replaced Direct Sales Model

Europe (8% Organic Decline | 4.3% OM)

- Organic Decline: Lower Backlog Conversion & RMR Attrition
 - Double Digit Order Rate In 4Q
 - 4Q'13 RMR Attrition In The Mid-Teens
- 2014 Priorities Will Drive Operating Margin Improvement
 - Cost Reductions To Resize Business
 - Centralized Daily Management Model Deployment
 - Improve Backlog Conversion Efficiency
 - Managing RMR Attrition To 10%

...However, North America And Europe Remain On Different Improvement Trajectories

4Q'13 Free Cash Flow*

FCF Exceeds Revised Expectations...

8.0 WCT

	QTD			YTD		
	4Q'12	4Q'13	V\$	2012	2013	V\$
Net Income	\$ 604	\$ 198	\$ (406)	\$ 1,240	\$ 773	\$ (467)
Gain On HHI Sale	(366)	-	366	(366)	-	366
Deprec / Amort	115	119	4	445	441	(4)
Working Capital	340	384	44	54	13	(41)
Other	(1)	87	88	(50)	(79)	(29)
Operating CF	692	788	96	1,323	1,148	(175)
CapEx	(96)	(90)	6	(264)	(294)	(30)
Free Cash Flow	\$ 596	\$ 698	\$ 102	\$ 1,059	\$ 854	\$ (205)

...With Strong Working Capital Performance To End The Year

Stanley Black & Decker 2014 Outlook

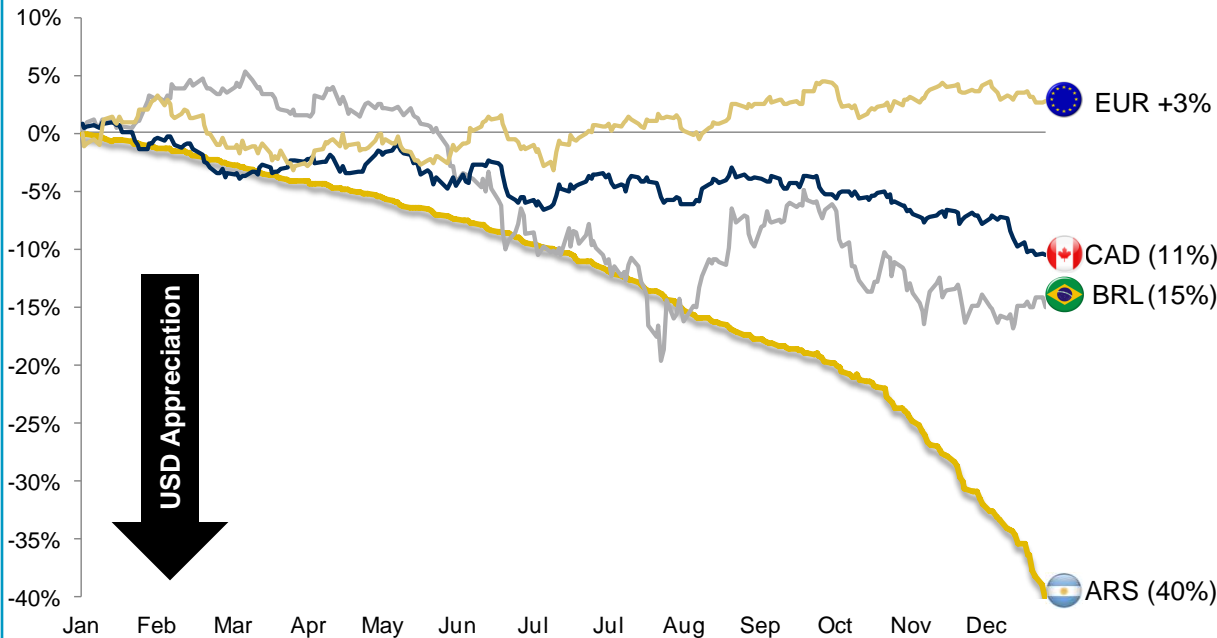
Reiterating 2014 EPS \$5.30 - \$5.50* And ~\$675M Free Cash Flow In 2014

FY2014 Guidance		FY2014 Segment Outlook			
Item	Impact	Organic Rev. Growth	Margin Expansion	Drivers	
2014 EPS And FCF Guidance	2014 EPS *				
	GAAP 2014 EPS				
	Free Cash Flow Including 1X Payments				
	One-Time Payments				
Tailwinds	~4% Organic Growth				
	~150bps Security Margin Improvement				
	CDIY / Industrial / Corporate Cost Actions				
	Infastech Accretion				
Headwinds	Foreign Exchange				
	Higher Tax Rate (21 – 22%)				
	Increased Interest and Other				
Other	Expect 1Q'14 EPS Of ~\$0.95 To ~\$0.98 Due To Carry Over Impacts Of Foreign Exchange, A Higher Tax Rate And Historical Seasonality				
	One-Time Charges Anticipated To Be ~\$25M Primarily To Support the Infastech Acquisition				
		CDIY	Mid-Single Digit	Increase Y-o-Y	<ul style="list-style-type: none"> • OM% Increase Due to Cost Actions and Volume Leverage • Partially Offset by FX
		Security	Flat-to-Modest Increase	Increase ~150bps Y-o-Y	<ul style="list-style-type: none"> • Organic Growth Driven by North America & Emerging Markets • OM% Increase Driven by NA Improvement at Faster Pace than Europe
		Industrial	Mid-Single Digit	Increase Y-o-Y	<ul style="list-style-type: none"> • OM% Increase Due to Cost Actions and Volume Leverage

Global Emerging Markets And Foreign Exchange

As Anticipation Of Fed Tightening Began, FX And Macroeconomic Volatility Emerged...

Currency Trends vs. USD (12/31/12 – 1/21/14)



FX Volatility & Devaluations Led To Slowing Market Growth And ~\$60M FX Headwind In 2013

Transactional Exposure Factors

- ~80% CDIY | ~20% Industrial
- Global Supply Chain
- Components Based In US\$
- Importing Significant Amount Of Goods Into Latin America & Canada

Estimated Financial Impact (Local/USD)

- 2013 Actual: ~\$60M VPY
- 2014 Plan: ~\$60M VPY
- CAD 1% Move: ~\$3.0 - \$4.0M Annually
- EUR 1% Move: ~\$1.5 - \$2.5M Annually
- BRL 1% Move: ~\$1.5 - \$2.0M Annually
- ARS 1% Move: ~\$0.7 - \$0.9M Annually

Mitigating Factors

- Price Realization
- Cost Control
- Localized Production
- Hedging

...Headwinds And Volatility Expected To Continue Into 2014

Summary

Company Is Committed To Driving Both Long-Term And Near-Term Shareholder Value...

- 4Q 2013 Delivering On Operational Commitments
 - DIY And Industrial Post Strong Revenue And Profit Growth
 - Security Recovery Underway With Notable Improvements In North America And Actions To Improve Europe Margins In Place
- 2014 Focus: Improve Near-Term Returns And Relative Performance
 - Organic Growth Initiative
 - Security Margin Improvement
 - Surgical Cost Actions To Ensure Operating Leverage
 - Ongoing Working Capital Focus
 - Capital Allocation Rebalance For 2014/15 (Acquisition Moratorium | Share Repurchase | Deleverage)

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

APPENDIX

Global Presence

Strong Growth Across North America And Emerging Markets

Canada	<u>4Q'13</u>	<u>FY'13</u>
Organic	+2%	Flat
% SWK	6%	5%

US	<u>4Q'13</u>	<u>FY'13</u>
Organic	+4%	+3%
% SWK	46%	47%

Europe	<u>4Q'13</u>	<u>FY'13</u>
Organic	+1%	Flat
% SWK	26%	26%

Japan	<u>4Q'13</u>	<u>FY'13</u>
Organic	+23%	+6%
% SWK	3%	3%

Emg Mkt	<u>4Q'13</u>	<u>FY'13</u>
Organic	+5%	+8%
% SWK	17%	17%

Organic	<u>4Q'13</u>	<u>FY'13</u>
LAG	+3%	+7%
Asia	+8%	+11%
Other	+9%	+7%

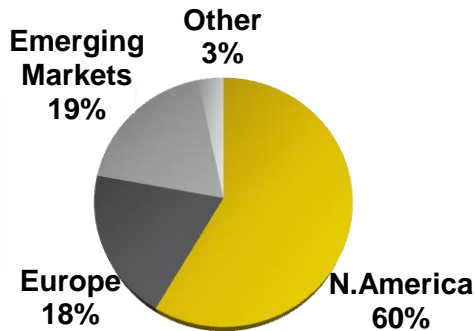
Australia	<u>4Q'13</u>	<u>FY'13</u>
Organic	-7%	-7%
% SWK	2%	2%

Regional Revenue Breakout 4Q & Full Year 2013

4Q 2013

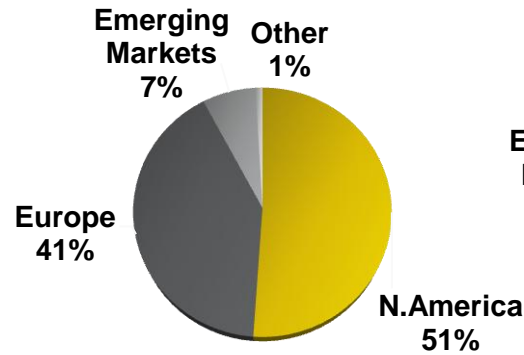
CDIY

\$1,456M



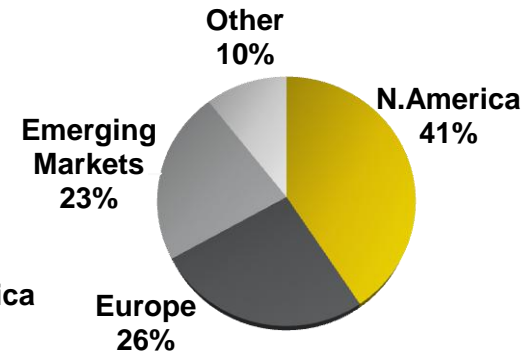
Security

\$626M



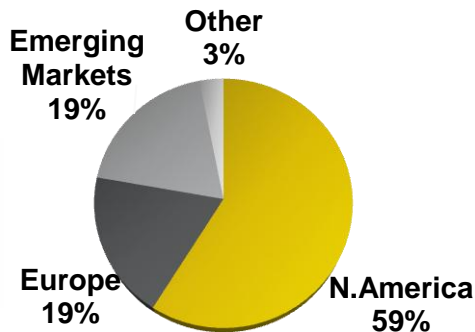
Industrial

\$824M



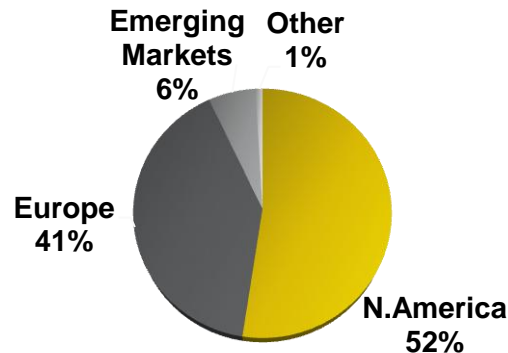
CDIY

\$5,481M



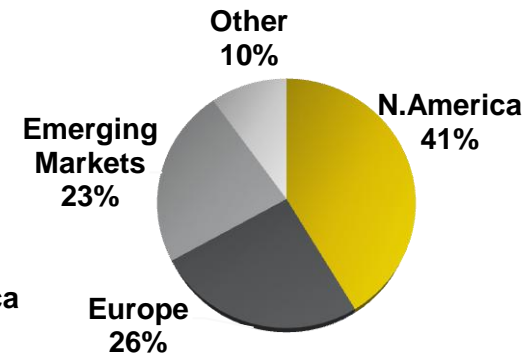
Security

\$2,423M



Industrial

\$3,097M



FY 2013

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 HHI have been reported as discontinued operations in 2012. The operating results of the residential portion of Tong Lung have been reported as discontinued operations for 2012 and through the date of sale in 2013. In addition, in 3Q'13 the Company classified two small businesses as discontinued operations. The operating results of those businesses have been reported as discontinued operations for all periods presented. Total sales reported as discontinued operations were \$38.4 million in 2013 and \$973.2 million in 2012.

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 statements of operations, cash flows and business segment information, as reconciled to GAAP on pages 13-18 in the press release 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 in the press release 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.