

STANLEY BLACK & DECKER, INC.  
Form 8-K  
April 25, 2016

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

April 20, 2016

Stanley Black & Decker, Inc.

(Exact name of registrant as specified in its charter)

Connecticut

1-5224

06-0548860

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

1000 Stanley Drive, New Britain, Connecticut

06053

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(860) 225-5111

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Top of the Form****Item. 5.07 Submission of Matters to a Vote of Security Holders**

The Registrant's Annual meeting of Shareholders was held on April 20, 2016.

**Proposal 1:** The following Directors were elected at the meeting:

| NOMINEE                | VOTES FOR   | VOTES WITHHELD | BROKER<br>NON-VOTES |
|------------------------|-------------|----------------|---------------------|
| Andrea J.<br>Ayers     | 114,799,326 | 437,023        | 11,561,523          |
| George W.<br>Buckley   | 114,064,679 | 1,171,670      | 11,561,523          |
| Patrick D.<br>Campbell | 114,283,599 | 952,750        | 11,561,523          |
| Carlos M.<br>Cardoso   | 110,249,880 | 4,986,469      | 11,561,523          |
| Robert B.<br>Coutts    | 113,833,846 | 1,402,503      | 11,561,523          |
| Debra A.<br>Crew       | 114,434,875 | 801,474        | 11,561,523          |
| Michael D.<br>Hankin   | 114,760,593 | 475,756        | 11,561,523          |
| Anthony<br>Luiso       | 114,245,600 | 990,749        | 11,561,523          |
| John F.<br>Lundgren    | 111,484,025 | 3,752,324      | 11,561,523          |
| Marianne<br>M. Parrs   | 114,194,620 | 1,041,729      | 11,561,523          |
| Robert L.<br>Ryan      | 114,318,819 | 917,530        | 11,561,523          |

**Proposal 2:** The Shareholders approved Ernst & Young LLP as the Registrant's registered independent public accounting firm for the 2016 fiscal year:

| FOR         | AGAINST   | ABSTAIN |
|-------------|-----------|---------|
| 122,832,850 | 3,832,876 | 132,146 |

**Proposal 3:** The Shareholders approved, on an advisory basis, the compensation of the Registrant's named executive officers:

| FOR         | AGAINST   | ABSTAIN | BROKER<br>NON-VOTES |
|-------------|-----------|---------|---------------------|
| 109,067,030 | 5,515,339 | 653,980 | 11,561,523          |

**Proposal 4:** The Shareholders did not approve a shareholder proposal that the Company adopt a general payout policy that gives preference to share repurchases (relative to cash dividends) as a method to return capital to shareholders:

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| FOR       | AGAINST     | ABSTAIN | BROKER<br>NON-VOTES |
|-----------|-------------|---------|---------------------|
| 2,398,006 | 112,027,107 | 811,236 | 11,561,523          |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Stanley Black & Decker, Inc.

*April 25, 2016*

By: */s/ BRUCE H. BEATT*

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*Name: BRUCE H. BEATT*

*Title: Senior Vice President, General Counsel and Secretary*