

Chen Jeff Hung-Tse  
 Form 4  
 February 01, 2007

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Chen Jeff Hung-Tse

2. Issuer Name and Ticker or Trading Symbol  
 STANLEY WORKS [SWK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 1000 STANLEY DRIVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 01/11/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Pres.Stanley Asia

NEW BRITIAN, CT 06053

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	01/11/2006		M	250 <sup>(1)</sup> A	\$ 43.41	4,798	D
Common Stock	01/11/2006		S	250 <sup>(1)</sup> D	\$ 50	4,548	D
Common Stock	01/11/2006		M	500 <sup>(1)</sup> A	\$ 24.41	5,048	D
Common Stock	01/11/2006		S	500 <sup>(1)</sup> D	\$ 50	4,548	D
Common Stock	01/11/2006		M	500 <sup>(1)</sup> A	\$ 19.3438	5,048	D

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Common Stock	01/11/2006	S	500 <u>(1)</u>	D	\$ 50	4,548	D
Common Stock	01/11/2006	M	625 <u>(1)</u>	A	\$ 31.31	5,173	D
Common Stock	01/11/2006	S	625 <u>(1)</u>	D	\$ 50	4,548	D
Common Stock	01/11/2006	M	625 <u>(1)</u>	A	\$ 35.705	5,173	D
Common Stock	01/11/2006	S	625 <u>(1)</u>	D	\$ 50	4,548	D
Common Stock	01/11/2006	M	500 <u>(1)</u>	A	\$ 39	5,048	D
Common Stock	01/11/2006	S	500 <u>(1)</u>	D	\$ 50	4,548	D
Common Stock	01/11/2006	M	2,500 <u>(1)</u>	A	\$ 28.1875	7,048	D
Common Stock	01/11/2006	S	2,500 <u>(1)</u>	D	\$ 50	4,548	D
Common Stock	01/11/2006	M	1,500 <u>(1)</u>	A	\$ 32.8125	6,048	D
Common Stock	01/11/2006	S	1,500 <u>(1)</u>	D	\$ 50	4,548	D
Common Stock	01/11/2006	M	250 <u>(1)</u>	A	\$ 28.4688	4,798	D
Common Stock	01/11/2006	S	250 <u>(1)</u>	D	\$ 50	4,548	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. D S (I
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					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V	(A)	(D)		
Stock Option (right to buy)	\$ 43.41	01/11/2006	M			<u>250</u> (1)	10/21/1997 10/20/2007	Common Stock 250 (1)
Stock Option (right to buy)	\$ 24.9063	01/11/2006	M			<u>500</u> (1)	10/21/1999 10/20/2009	Common Stock 500 (1)
Stock Option (right to buy)	\$ 19.3438	01/11/2006	M			<u>500</u> (1)	10/18/2000 10/18/2010	Common Stock 500 (1)
Stock Option (right to buy)	\$ 31.31	01/11/2006	M			<u>625</u> (1)	10/16/2003 10/15/2013	Common Stock 625 (1)
Stock Option (right to buy)	\$ 35.705	01/11/2006	M			<u>625</u> (1)	12/17/2003 12/20/2013	Common Stock 625 (1)
Stock Option (right to buy)	\$ 39	01/11/2006	M			<u>500</u> (1)	10/19/2001 10/18/2011	Common Stock 500 (1)
Stock Option (right to buy)	\$ 28.1875	01/11/2006	M			<u>2,500</u> (1)	04/19/2000 04/19/2010	Common Stock 2,500
Stock Option (right to buy)	\$ 32.8125	01/11/2006	M			<u>1,500</u> (1)	05/19/1999 05/18/2009	Common Stock 1,500 (1)
Stock Option (right to buy)	\$ 28.4688	01/11/2006	M			<u>250</u> (1)	10/21/1998 10/20/2008	Common Stock 250 (1)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Chen Jeff Hung-Tse  
1000 STANLEY DRIVE  
NEW BRITIAN, CT 06053

Pres.Stanley Asia

## Signatures

By: /s/ Bruce H. Beatt,  
Attorney-in-Fact

02/01/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).

(1) Pursuant to 10b5-1 Plan

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.