

STANLEY WORKS
Form 8-K
December 14, 2006

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):

December 14, 2006

The Stanley Works

(Exact name of registrant as specified in its charter)

Connecticut

1-5244

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 1.01 Entry into a Material Definitive Agreement.

As announced in the press release that is Exhibit 99.1 hereto and incorporated herein by reference to the extent it relates to the acquisition transaction described therein, The Stanley Works entered into a Stock Purchase Agreement, dated December 13, 2006, with Security Holdings, LLC and its wholly owned subsidiary, SecurityCo Solutions, Inc., which holds the entity referred to as HSM in the press release. Pursuant to this Stock Purchase Agreement, The Stanley Works will acquire from Security Holdings, LLC all of the equity of SecurityCo Solutions, Inc. for \$545 million in cash on a cash-free and debt-free basis and subject to customary adjustments for changes in certain balance sheet items.

Top of the Form

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.

The Stanley Works

December 14, 2006

By: */s/ Bruce H. Beatt*

Name: Bruce H. Beatt

Title: Vice President, General Counsel and Secretary

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Top of the Form

Exhibit Index

Exhibit No.	Description
99.1	Press release dated December 14, 2006 in which The Stanley Works announced that it would acquire HSM Electronic Protection for \$545 million cash.