

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2010 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2010 or fiscal plan year beginning <u>01/01/2010</u> and ending <u>12/31/2010</u>			
A This return/report is for:	☒ a multiemployer plan; ☐ a single-employer plan;	☐ a multiple-employer plan; or ☐ a DFE (specify) ____	
B This return/report is:	☐ the first return/report; ☐ an amended return/report;	☒ the final return/report; ☐ a short plan year return/report (less than 12 months).	
C If the plan is a collectively-bargained plan, check here.	▶ ☒		
D Check box if filing under:	☒ Form 5558; ☒ special extension (enter description) <u>HURRICANE IRENE</u>	☐ automatic extension;	☐ the DFVC program;

Part II	Basic Plan Information —enter all requested information		
1a Name of plan <u>THE BLACK AND DECKER RETIREMENT SAVINGS PLAN</u>	1b Three-digit plan number (PN) ▶	<u>005</u>	
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>BLACK & DECKER U.S. INC.</u> <u>701 EAST JOPPA ROAD</u> <u>TOWSON, MD 21286</u>		1c Effective date of plan <u>04/01/1978</u>	
2b Employer Identification Number (EIN) <u>52-1127357</u>		2c Sponsor's telephone number <u>410-716-3900</u>	
2d Business code (see instructions) <u>335900</u>		<div style="background-color: #cccccc; height: 40px;"></div>	

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/31/2011	ANDREW BOMBICK
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/31/2011	ANDREW BOMBICK
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2010)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")

BLACK & DECKER U.S. INC.

701 EAST JOPPA ROAD
TOWSON, MD 21286**3b** Administrator's EIN

52-1069188

3c Administrator's telephone number

410-716-3900

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:**a** Sponsor's name**4b** EIN**4c** PN**5** Total number of participants at the beginning of the plan year**5**

8544

6 Number of participants as of the end of the plan year (welfare plans complete only lines **6a**, **6b**, **6c**, and **6d**).**a** Active participants.....**6a**

0

b Retired or separated participants receiving benefits.....**6b**

0

c Other retired or separated participants entitled to future benefits.....**6c**

0

d Subtotal. Add lines **6a**, **6b**, and **6c**.....**6d**

0

e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....**6e**

0

f Total. Add lines **6d** and **6e**.....**6f**

0

g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....**6g**

0

h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....**6h**

0

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)**7**

1

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

2E 2F 2G 2J 2K 2S 2T 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:**9a** Plan funding arrangement (check all that apply)(1) ☐

Insurance

(2) ☐

Code section 412(e)(3) insurance contracts

(3) ☒

Trust

(4) ☐

General assets of the sponsor

9b Plan benefit arrangement (check all that apply)(1) ☐

Insurance

(2) ☐

Code section 412(e)(3) insurance contracts

(3) ☒

Trust

(4) ☐

General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)**a Pension Schedules**(1) ☒**R** (Retirement Plan Information)(2) ☐**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary(3) ☐**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary**b General Schedules**(1) ☒**H** (Financial Information)(2) ☐**I** (Financial Information – Small Plan)(3) ☐**A** (Insurance Information)(4) ☒**C** (Service Provider Information)(5) ☒**D** (DFE/Participating Plan Information)(6) ☐**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection.
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan THE BLACK AND DECKER RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶	005
C Plan sponsor's name as shown on line 2a of Form 5500 BLACK & DECKER U.S. INC.	D Employer Identification Number (EIN) 52-1127357	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

T. ROWE PRICE RPS, INC.

52-1714114

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 21 25 28 37 38 49 50 52 59 62 63 64 65	NONE	87183	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

WILSHIRE ASSOCIATES

95-2755361

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16 50	NONE	68750	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

ERNST & YOUNG LLP

34-6565596

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	42500	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

VANGUARD GROUP

23-1945930

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 59	NONE	0	Yes ☒ No ☐	Yes ☐ No ☒	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

NEUBERGER BERMAN

13-5521910

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 59	NONE	0	Yes ☒ No ☐	Yes ☐ No ☒	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
NEUBERGER BERMAN	28 59	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
NEUBERGER BERMAN GENESIS TRUST 2000 CROWN COLONY DRIVE QUINCY, MA 02169	INVESTMENT MANAGEMENT FEES BASED ON 1.12%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
T. ROWE PRICE RPS, INC.	15 21 25 28 37 38 49 50 52 59 62 63 64 65	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
NEUBERGER BERMAN GENESIS TRUST 2000 CROWN COLONY DRIVE QUINCY, MA 02169	FEE FOR SHAREHOLDER SERVICING BASED UPON 0.25%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
VANGUARD GROUP	28 59	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
VANGUARD INSTITUTIONAL INDEX INSTITUTIONAL-INTERMEDIAREIS GROUP POST OFFICE BOX 1110 VALLEY FORGE, PA 19482	INVESTMENT MANAGEMENT FEES BASED ON 0.05%

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan THE BLACK AND DECKER RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN)	005
C Plan sponsor's name as shown on line 2a of Form 5500 BLACK & DECKER U.S. INC.	D Employer Identification Number (EIN) 52-1127357	

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	16795	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	6281864	0
(9) Value of interest in common/collective trusts.....	1c(9)	115234041	0
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	309103961	0
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	57815043	0
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	488451704	0

Liabilities

g Benefit claims payable	1g	72978	0
h Operating payables	1h	41688	0
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	114666	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	488337038	0
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	6864542	
(B) Participants	2a(1)(B)	22847556	
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		29712098
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	24469	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	305988	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		330457
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	1132046	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	6133807	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		7265853
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	116132640	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	99166437	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		16966203

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	33660873	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B).....	2b(5)(C)		33660873
(6) Net investment gain (loss) from common/collective trusts	2b(6)		4317480
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		11913047
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		104166011

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	129765916	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		129765916
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	42500	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	68750	
(4) Other	2i(4)	87183	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		198433
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		129964349

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		-25798338
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		462538700

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: ERNST & YOUNG LLP

(2) EIN: 34-6565596

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		60000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....		X	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....	X		
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....	X		
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	X		

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☒ Yes ☐ No Amount: 0

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)
STANLEY BLACK & DECKER RETIREMENT ACCOUNT PLAN	06-0548860	009

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>► File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2010</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan THE BLACK AND DECKER RETIREMENT SAVINGS PLAN		B Three-digit plan number (PN) ► 005
C Plan sponsor's name as shown on line 2a of Form 5500 BLACK & DECKER U.S. INC.		D Employer Identification Number (EIN) 52-1127357
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1 0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 52-1481931		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....		3
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?..... ☐ Yes ☐ No ☐ N/A		
If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____		
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☐ Yes ☐ No ☐ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?..... ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.		
Schedule R (Form 5500) 2010 v.092308.1		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate item 19(b)?

☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

FINANCIAL STATEMENTS

The Black & Decker Retirement Savings Plan
Years Ended December 31, 2010 and 2009
With Report of Independent Auditors

The Black & Decker Retirement Savings Plan

Financial Statements

Years Ended December 31, 2010 and 2009

Contents

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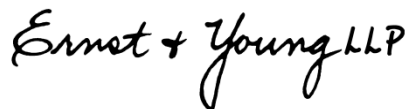
Report of Independent Auditors

Plan Manager

We were engaged to audit the accompanying statements of net assets available for benefits of The Black & Decker Retirement Savings Plan as of December 31, 2010 and 2009, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the investment information summarized in Note 3, which was certified by T. Rowe Price Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2010 and 2009, and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements taken as a whole. The form and content of the information included in the financial statements, other than that derived from the investment information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.



October 31, 2011

The Black & Decker Retirement Savings Plan

Statements of Net Assets Available for Benefits

	December 31	
	2010	2009
Assets		
Cash	\$ -	\$ 16,795
Investments:		
Mutual funds	303,865,385	309,103,961
Common trust funds	91,465,097	115,234,041
Stanley Black & Decker, Inc. common stock	62,572,379	-
The Black & Decker Corporation common stock	-	57,815,043
Total investments	457,902,861	482,153,045
Notes receivable from participants	6,421,399	6,372,066
Total assets	464,324,260	488,541,906
Liabilities		
Excess contribution payable	1,783,995	-
Administrative expenses payable	-	41,688
Total liabilities	1,783,995	41,688
Net assets reflecting investments at fair value	462,540,265	488,500,218
Adjustment from fair value to contract value for common/collective trust with fully benefit-responsive investment contracts	(3,305,932)	(3,460,443)
Net assets available for benefits	<u>\$ 459,234,333</u>	<u>\$ 485,039,775</u>

See accompanying notes.

The Black & Decker Retirement Savings Plan

Statements of Changes in Net Assets Available for Benefits

	Year Ended December 31	
	2010	2009
Additions		
Investment income:		
Net realized and unrealized appreciation in fair value of investments	\$ 62,540,124	\$ 95,814,505
Interest and dividend income	11,762,312	10,206,232
	<u>74,302,436</u>	<u>106,020,737</u>
Contributions:		
Employee	22,847,556	21,213,263
Employer	6,864,542	3,009,529
	<u>29,712,098</u>	<u>24,222,792</u>
Transfers from other plans	-	820,732
Interest income on notes receivable from participants	305,988	383,252
	<u>104,320,522</u>	<u>131,447,513</u>
Deductions		
Participant benefit payments	129,927,531	35,262,415
Administrative expenses	198,433	199,230
	<u>130,125,964</u>	<u>35,461,645</u>
Net (decrease) increase	(25,805,442)	95,985,868
Net assets available for benefits at beginning of year	485,039,775	389,053,907
Net assets available for benefits at end of year	<u>\$ 459,234,333</u>	<u>\$ 485,039,775</u>

See accompanying notes.

The Black & Decker Retirement Savings Plan

Notes to Financial Statements

December 31, 2010

1. Description of the Plan

The following description of The Black & Decker Retirement Savings Plan (the Plan) provides general information about the Plan's provisions. Participants should refer to the plan document and summary plan description for a more complete description of the Plan's provisions, copies of which may be obtained from the plan sponsor.

General

The Plan is a defined contribution plan that covers substantially all employees of The Black & Decker Corporation, Black & Decker Inc., Black & Decker (U.S.) Inc., and its participating U.S. subsidiaries (collectively, the Company) who generally are not subject to a collective bargaining agreement. Black & Decker (U.S.) Inc., a subsidiary of The Black & Decker Corporation, is the Plan's sponsor.

On March 12, 2010 a wholly owned subsidiary of The Stanley Works was merged with and into The Black & Decker Corporation, with the result that The Black & Decker Corporation became a wholly owned subsidiary of The Stanley Works (the "Merger"). In connection with the Merger, The Stanley Works changed its name to Stanley Black & Decker, Inc.

See Note 9 regarding the merger of the Plan effective January 1, 2011.

The assets of the Plan are held by T. Rowe Price Trust Company (the Trustee) under a trust agreement for the Plan.

Contributions

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan includes a 401(k) contribution feature which permits eligible employees to make savings contributions to the Plan on a tax-deferred basis through salary or wage deductions and a thrift contribution feature which permits eligible employees to make savings contributions to the Plan on an after-tax basis. The Plan also includes an employee stock ownership feature which is frozen but, when it was available, offered eligible employees an opportunity to obtain common stock of The Black & Decker Corporation. In connection with the Merger, common stock of The Black & Decker Corporation transferred to common stock of Stanley Black & Decker, Inc. Employee contributions are voluntary and may range from 1% to 25% per pay period of an employee's pay. Additional pre-tax contributions are allowed under the Plan for participants age 50 or older. In addition, the Company may make contributions under the guidelines of the Plan at its discretion. During 2010, the Company made contributions equal to 50% of the first 6% of participants' pay contributed to the Plan. During 2009, the Company made contributions equal to 50% of the first 6% of participants' pay contributed to the Plan during the periods from January 1, 2009 to March 31, 2009 and December 1, 2009 to December 31, 2009. The Company's employer contributions for 2010 and 2009 were made in cash. The Trustee uses employer cash contributions for investment purchases as elected by Plan participants, including open market purchases of common stock to the extent a participant has so elected.

The Black & Decker Retirement Savings Plan

Notes to Financial Statements (continued)

1. Description of the Plan (continued)

The Plan also provides newly hired employees who participated in similar plans sponsored by their former employers the option to have their pre-tax account balances, and certain after-tax employee contributions, rolled over into the Plan and the option to roll over pre-tax funds from individual retirement accounts. The amounts of these rollovers are included in the accompanying financial statements as employee contributions.

Vesting

Effective January 1, 2005, the Plan accounts of all participants are 100% vested at all times, except that the amount attributable to Company matching contributions that are made to the Plan on behalf of a participant after 2007 will become 100% vested once the participant completes one year of service.

Participant Loans

Participants may borrow from their Plan accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. The loans are secured by the balance in the participant's vested account and bear interest at rates that range from 4.25 percent to 10.00 percent, which are commensurate with local prevailing rates as determined quarterly by the plan administrator. Principal and interest is paid ratably through monthly payroll deductions.

Participant Accounts

Each participant's account is credited with the participant's contributions and the Company's matching contributions and allocations of plan earnings. Plan earnings are allocated based on the participant's share of net earnings or losses of their respective elected investment options.

Plan Distributions

Subject to certain limitations, participants may elect to withdraw from the Plan all or a portion of amounts attributable to their after-tax contributions. Amounts attributable to before-tax contributions and Company contributions are generally not available for withdrawal by employees until retirement, termination of employment, disability, death, or upon a demonstration of financial hardship. However, a participant may withdraw all or a portion of the amount attributable to his or her before-tax contributions to the Plan at any time after the participant reaches age 59-1/2. There were no distributions due but unpaid at December 31, 2010. There were \$72,978 of distributions due but unpaid at December 31, 2009.

Upon separation from service with the Company due to death, disability, retirement or termination, a participant whose vested account balance exceeds \$1,000 may elect to receive either a lump-sum payment, all or a portion of which he or she may elect to roll over directly to an IRA or another employer's eligible retirement plan, or a combination of a lump sum and a direct rollover. A participant who has attained an age prescribed in the Plan has the option to receive installment payments in lieu of a lump-sum. A participant whose vested account balance is \$1,000 or less and has not commenced receiving installment payments will automatically receive an immediate lump-sum distribution equal to his or her vested account balance upon separation.

The Black & Decker Retirement Savings Plan

Notes to Financial Statements (continued)

1. Description of the Plan (continued)

In-service withdrawals are available in certain limited circumstances, as defined by the Plan. Hardship withdrawals are allowed for participants incurring an immediate and heavy financial need, as defined by the Plan. Hardship withdrawals are strictly regulated by the Internal Revenue Service (IRS) and a participant must exhaust all available loan options and available distributions prior to requesting a hardship withdrawal.

Administrative Expenses

The reasonable expenses of administering the Plan, including trustee and recordkeeping fees, to the extent not paid by the Company, are paid by the Trustee from the Plan's trust.

Plan Termination

The Company has the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of a termination of the Plan, the assets of the Plan remaining after paying administrative expenses are to be distributed according to each participant's account balance at the time of termination.

Company Stock Fund

The Plan invests in common stock of the Plan sponsor's ultimate parent company Stanley Black & Decker, Inc. through its Stanley Black & Decker, Inc. Stock Fund. Stanley Black & Decker, Inc. may declare dividends on its common stock from time to time. Dividends from stock purchased through the Stanley Black & Decker, Inc. Stock Fund will be automatically reinvested in the Stanley Black & Decker, Inc. Stock Fund.

Lack of diversification in the Stanley Black & Decker, Inc. Stock Fund can result in large fluctuations in value, so the value of contributions and earnings is at risk.

Each participant is entitled to exercise voting rights attributable to the shares allocated to their account and is notified by the Company prior to the time that such rights may be exercised. Each participant is entitled to direct the Trustee with respect to the voting of all shares of Company stock held in the participant's Plan account at any time with respect to any matters on which the holders of Company stock generally are entitled to vote. The Trustee shall vote shares for which it has not received direction, as well as unallocated shares, in the same proportion on any matter as the shares in respect of which direction has been received by the Trustee are directed to be voted on the matter. In the event of a tender or exchange offer, the Trustee will respond in the manner directed by a participant with respect to shares allocated to the participant's account and will not tender or exchange shares for which it has not received direction from a participant.

The Black & Decker Retirement Savings Plan

Notes to Financial Statements (continued)

1. Description of the Plan (continued)

Investments

Participants in the Plan may direct their individual contributions into the Stanley Black & Decker Corporation Common Stock Fund, the T. Rowe Price Blue Chip Growth Fund, the T. Rowe Price Emerging Markets Stock Fund, the T. Rowe Price Equity Income Fund, the T. Rowe Price Extended Equity Market Index Fund, the T. Rowe Price High Yield Fund, the T. Rowe Price International Discovery Fund, the T. Rowe Price International Equity Index Fund, the T. Rowe Price Mid-Cap Growth Fund, the T. Rowe Price Mid-Cap Value Fund, the Neuberger Berman Genesis Trust, the T. Rowe Price New Asia Fund, the T. Rowe Price New Horizons Fund, the T. Rowe Price Real Estate Fund, the T. Rowe Price Retirement 2005 Fund, the T. Rowe Price Retirement 2010 Fund, the T. Rowe Price Retirement 2015 Fund, the T. Rowe Price Retirement 2020 Fund, the T. Rowe Price Retirement 2025 Fund, the T. Rowe Price Retirement 2030 Fund, the T. Rowe Price Retirement 2035 Fund, the T. Rowe Price Retirement 2040 Fund, the T. Rowe Price Retirement 2045 Fund, the T. Rowe Price Retirement 2050 Fund, the T. Rowe Price Retirement 2055 Fund, the T. Rowe Price Retirement Income Fund, the T. Rowe Price Small-Cap Value Fund, the T. Rowe Price Stable Value Fund, the T. Rowe Price U.S. Bond Index Fund, the T. Rowe Price Value Fund, or the Vanguard Institutional Index Fund.

The Plan is intended to constitute an ERISA Sec. 404 (c) plan, as described in 29 CFR 2550.404c-1. The fiduciaries of the Plan may be relieved of liability for any losses that are the direct and necessary result of investment instructions given by Plan participants and beneficiaries.

2. Significant Accounting Policies

Basis of Accounting

The accompanying financial statements of the Plan have been prepared on an accrual basis of accounting, and all of the investments are stated at fair value.

Payment of Benefits

Benefits are recorded when paid.

Investment Valuation

Investments in securities listed on security exchanges are valued at the last reported sales price on the last business day of the calendar year. Listed securities for which no sale was reported on that date are valued at the mean of the last reported bid and asked prices. The common trust fund is valued at fair value based on the underlying investments of the trust as determined by the sponsor of the trust, then adjusted to contract value.

The Plan holds investments in one common trust fund managed by T. Rowe Price Trust Company, the Trustee of the Plan, 27 mutual funds managed by T. Rowe Price Associates, Inc., an affiliate of the T. Rowe Price Trust Company, one mutual fund managed by Neuberger Berman, and one mutual fund managed by The Vanguard Group. The Funds are valued on a daily basis according to the underlying securities in the particular fund.

The Black & Decker Retirement Savings Plan

Notes to Financial Statements (continued)

2. Significant Accounting Policies (continued)

The Plan invests in fully benefit-responsive investment contracts through the common trust fund (T. Rowe Price Stable Value Fund). As required by accounting principles generally accepted in the United States, the Statements of Net Assets Available for Benefits presents the fair value of the T. Rowe Price Stable Value Fund and the adjustment from fair value to contract value. The fair value of the Plan's interest in the T. Rowe Price Stable Value Fund is based on information reported by the issuer of the common trust at year end. Contract value is the relevant measurement attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The contract value of the T. Rowe Price Stable Value Fund represents contributions plus earnings, less participant withdrawals and administrative expenses.

Investment Transactions and Investment Income

The difference between the proceeds and average cost of investments sold and the change in the difference between fair value and the cost of investments is reflected in the Statements of Changes in Net Assets Available for Benefits as net realized and unrealized appreciation in fair value of investments.

Investment transactions are accounted for on a trade-date basis. Dividend income is recognized as earned on the ex-dividend date. Interest income is recorded on the accrual basis as earned.

Notes Receivable from Participants

Notes receivable from participants represent participant loans that are recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from participants is recorded when it is earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2010 or 2009. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be a distribution, the participant loan balance is reduced and a benefit payment is recorded.

Excess Contributions Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRS are recorded as a liability with a corresponding reduction to contributions. The Plan distributed the excess contributions to the applicable participants prior to March 15, 2011.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates, and such differences may be material to the financial statements.

The Black & Decker Retirement Savings Plan

Notes to Financial Statements (continued)

2. Significant Accounting Policies (continued)

Adoption of New Accounting Pronouncements

In January 2010, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2010-06 (“ASU 2010-06”), *Improving Disclosures about Fair Value Measurements*. ASU 2010-06 amended ASC 820 to clarify certain existing fair value disclosures and require a number of additional disclosures. The guidance in ASU 2010-06 clarified that disclosures should be presented separately for each “class” of assets and liabilities measured at fair value and provided guidance on how to determine the appropriate classes of assets and liabilities to be presented. ASU 2010-06 also clarified the requirement for entities to disclose information about both the valuation techniques and inputs used in estimating Level 2 and Level 3 fair value measurements. In addition, ASU 2010-06 introduced new requirements to disclose the amounts (on a gross basis) and reasons for any significant transfers between Levels 1, 2 and 3 of the fair value hierarchy and present information regarding the purchases, sales, issuances and settlements of Level 3 assets and liabilities on a gross basis. With the exception of the requirement to present changes in Level 3 measurements on a gross basis, which is delayed until 2011, the guidance in ASU 2010-06 is effective for reporting periods beginning after December 15, 2009. Since ASU 2010-06 only affects fair value measurement disclosures, adoption of ASU 2010-06 did not affect the Plan’s net assets available for benefits or its changes in net assets available for benefits.

In September 2010, the FASB issued ASU 2010-25, *Reporting Loans to Participants by Defined Contribution Pension Plans* (“ASU 2010-25”). ASU 2010-25 requires participant loans to be measured at their unpaid principal balance plus any accrued but unpaid interest and classified as notes receivable from participants. Previously loans were measured at fair value and classified as investments. ASU 2010-25 is effective for fiscal years ending after December 15, 2010 and is required to be applied retrospectively. Adoption of ASU 2010-25 did not change the value of participant loans from the amount previously reported as of December 31, 2009. Participant loans have been reclassified to notes receivable from participants as of December 31, 2009 and participant loan interest has been reclassified to interest from notes receivable from participants for the year then ended.

In May 2011, the FASB issued ASU 2011-04, *Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and IFRSs* (“ASU 2011-04”). ASU 2011-04 amended ASC 820, *Fair Value Measurements and Disclosures*, to converge the fair value measurement guidance in US generally accepted accounting principles (GAAP) and International Financial Reporting Standards (IFRSs). Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures. The amendments are to be applied prospectively and are effective for annual periods beginning after December 15, 2011. Plan management is currently evaluating the effect that the provisions of ASU 2011-04 will have on the Plan’s financial statements.

3. Investment Information and Activity Certified by the Trustee

The Trustee is responsible for holding the Plan’s investment assets under a trust agreement. All investment information disclosed in the accompanying financial statements, and the adjustment from fair value to contract value for the T. Rowe Price Stable Value Fund, net realized and unrealized appreciation in fair value of investments, and interest and dividend income as of and for the years ended December 31, 2010 and 2009 was obtained or derived from information supplied to the Plan administrator and certified as complete and accurate by the Trustee.

The Black & Decker Retirement Savings Plan

Notes to Financial Statements (continued)

3. Investment Information and Activity Certified by the Trustee (continued)

The individual investments that represent 5% or more of the Plan's net assets available for benefits are as follows:

	December 31,	
	2010	2009
T. Rowe Price Stable Value Fund (at contract value) (b)	\$ 88,159,165	\$ 111,773,598
Stanley Black & Decker, Inc. Common Stock	62,572,379	(a)
Vanguard Institutional Index	49,897,044	58,595,949
T. Rowe Price New Horizons Fund	23,560,794	(a)
The Black & Decker Corporation Common Stock	(a)	57,815,043

(a) Investment is less than 5%

(b) The fair value of the T. Rowe Price Stable Value Fund at December 31, 2010 and December 31, 2009 is \$91,465,097 and \$115,234,041, respectively.

The Plan's investments (including those bought, sold, and held during the year) appreciated in fair value as follows:

	Year Ended December 31,	
	2010	2009
Mutual funds	\$ 45,573,920	\$ 74,931,077
Stanley Black & Decker, Inc. common stock	16,966,204	-
The Black and Decker Corporation common stock	-	20,883,428
	<u>\$ 62,540,124</u>	<u>\$ 95,814,505</u>

Net Asset Value (NAV) Per Share

The following table sets forth a summary of the Plan's investments whose fair value is estimated using the NAV per share:

Fair Value Estimated Using NAV per Share					
December 31, 2010					
Investment	Fair Value	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
T. Rowe Price Trust Company Stable Value Fund	\$ 91,465,097	None	Daily	None	12 to 30 months

The Black & Decker Retirement Savings Plan

Notes to Financial Statements (continued)

3. Investment Information and Activity Certified by the Trustee (continued)

The T. Rowe Price Trust Company Stable Value Fund is a common collective trust, which seeks to preserve principal investment and offer competitive income consistent with the preservation of principal by investing in investment contracts issued by high-quality insurance companies and banks as rated by T. Rowe Price Associates, Inc., the advisor to the trust's sponsor, T. Rowe Price Trust Company. As of December 31, 2010, and for the year then ended, the fund invested 100% of its portfolio in fully benefit-responsive investment contracts. The net asset value of the fund is determined each business day ("Valuation Date"). Issuances and redemptions of units of the fund are made based upon the NAV per unit determined on the Valuation Date. Redemptions at the aggregate Plan level may be subject to a 12 or 30 month put.

4. Fair Value Measurements

The Plan follows FASB Accounting Standards Codification (ASC) 820, *Fair Value Measurement and Disclosures* (ASC 820) for all financial assets and liabilities and nonfinancial assets and liabilities that are recognized or disclosed at fair value in the financial statements on a recurring basis. ASC 820 defines fair value, establishes a fair value hierarchy and expands disclosures about fair value measurements.

ASC 820 requires the Company to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Company's market assumptions. These two types of inputs create the following fair value hierarchy:

Level 1 — Quoted prices for identical instruments in active markets.

Level 2 — Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations whose inputs and significant value drivers are observable.

Level 3 — Instruments that are valued using unobservable inputs.

The level in the fair value hierarchy within which the fair value measurement is classified is determined based the lowest level input that is significant to the fair value measure in its entirety.

The valuation methods described in Note 2 may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The Black & Decker Retirement Savings Plan

Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

The following tables set forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2010 and December 31, 2009, respectively:

Assets at fair value as of December 31, 2010				
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Large-cap	\$ 96,252,517	\$ -	\$ -	\$ 96,252,517
Retirement date funds	67,336,782	-	-	67,336,782
Small-cap	53,604,740	-	-	53,604,740
International funds	43,303,059	-	-	43,303,059
Mid-cap	20,435,057	-	-	20,435,057
Fixed income	17,999,787	-	-	17,999,787
Real estate	4,933,443	-	-	4,933,443
Common stock	62,572,379	-	-	62,572,379
Common trust fund	-	91,465,097	-	91,465,097
	<u>\$ 366,437,764</u>	<u>\$ 91,465,097</u>	<u>\$ -</u>	<u>\$ 457,902,861</u>

Assets at fair value as of December 31, 2009				
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Large-cap	\$ 104,765,130	\$ -	\$ -	\$ 104,765,130
Retirement date funds	68,923,130	-	-	68,923,130
Small-cap	49,686,833	-	-	49,686,833
International funds	45,033,887	-	-	45,033,887
Mid-cap	19,877,095	-	-	19,877,095
Fixed income	16,343,447	-	-	16,343,447
Real estate	4,474,439	-	-	4,474,439
Common stock	57,815,043	-	-	57,815,043
Common trust fund	-	115,234,041	-	115,234,041
	<u>\$ 366,919,004</u>	<u>\$ 115,234,041</u>	<u>\$ -</u>	<u>\$ 482,153,045</u>

5. Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service (IRS) dated November 10, 2009 stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and therefore the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualified status. The plan administrator believes the Plan is being operated in compliance with the applicable requirements of the Code and therefore believes the Plan is qualified and the related trust is tax-exempt.

The Black & Decker Retirement Savings Plan

Notes to Financial Statements (continued)

5. Income Tax Status (continued)

Accounting principles generally accepted in the United States require Plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2007.

6. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

7. Related Party Transactions

The Plan received \$1,132,046 of dividends on its shares of Stanley Black & Decker, Inc. common stock during the year ended December 31, 2010 and \$721,268 of dividends on its shares of The Black & Decker Corporation common stock during the year ended December 31, 2009.

The Plan invests in mutual funds and common trust funds administered by T. Rowe Price Trust Company, the Trustee of the Plan, and T. Rowe Price Associates, Inc., an affiliate of T. Rowe Price Trust Company. Net appreciation in fair value of the Plan's investments in these mutual funds and common trust funds was \$34,306,884 and \$59,175,537 for the years ended December 31, 2010 and 2009, respectively. Interest and dividend income from the Plan's investments in these mutual funds and common trust funds was \$9,513,891 and \$8,201,494 for the years ended December 31, 2010 and 2009, respectively.

8. Differences between Financial Statements and Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	December 31,	
	2010	2009
Net assets available for benefits per the financial statements	\$459,234,333	\$485,039,775
Add: Adjustment from fair value to contract value for common/collective trust with fully benefit-responsive investment contracts	3,305,932	3,460,443
Less: Benefits payable	-	(72,978)
Less: Deemed distributions	(1,565)	(90,202)
Less: Transfer due to Plan merger (Note 9)	(462,538,700)	-
Net Assets available for benefits per the Form 5500	\$ -	\$488,337,038

The Black & Decker Retirement Savings Plan

Notes to Financial Statements (continued)

8. Differences between Financial Statements and Form 5500 (continued)

The Plan's 2010 Form 5500 was filed as if the Plan merger described in Note 9 occurred as of December 31, 2010.

The following is a reconciliation of investment income per the financial statements to the Form 5500 for the year ended December 31, 2010:

Interest and dividend income per the financial statements	\$ 12,068,300
Net realized and unrealized appreciation in fair value of investments per the financial statements	<u>62,540,124</u>
	74,608,424
Add: Adjustment from fair value to contract value for common/collective trust with fully benefit-responsive investment contracts at current year-end	3,305,932
Less: Adjustment from fair value to contract value for common/collective trust with fully benefit-responsive investment contracts at prior year-end	<u>(3,460,443)</u>
Total investment income per Form 5500	<u>\$ 74,453,913</u>

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500 for the year ended December 31, 2010:

Benefits paid to participants per the financial statements	\$ 129,927,531
Less: Benefits payable	(72,978)
Less: Deemed distributions	<u>(88,637)</u>
Benefits paid to participants per Form 5500	<u>\$ 129,765,916</u>

9. Subsequent Events

The Plan has evaluated subsequent events through October 31, 2011, the date these financial statements were available to be issued, and determined that: (i) no subsequent events have occurred that would require recognition in its financial statements for the year ended December 31, 2010; and (ii) except as disclosed in the following paragraph no other subsequent events have occurred that would require disclosure in the notes thereto.

Effective January 1, 2011, Wells Fargo Bank, N.A., replaced T. Rowe Price Trust Company as the Trustee of the Plan. Also, effective January 1, 2011, the Plan was merged into the Stanley Black & Decker Retirement Account Plan (known prior to January 1, 2011, as the Stanley Account Value Plan). Participants' account balances transferred to the Stanley Black & Decker Retirement Account Plan, effective January 1, 2011. The Black & Decker Retirement Savings Plan's net assets available for benefits transferred into the Stanley Black & Decker Retirement Account Plan amounted to approximately \$461,018,000, including approximately \$1,784,000 in excess contributions payable held in the Plan as of January 1, 2011.

Plan Name	The Black and Decker Retirement Savings Plan
Plan Sponsor EIN	52-1127357
ERISA Plan #	005
Plan Year Ending	December 31, 2010

The required attachment marked with an “X” in the Attachment column is included within the Accountant’s Opinion attachment to Sch. H, Part III, Line 3, which consists of the entire audit report issued by the plan’s Independent Qualified Public Accountant (IQPA).

Form / Schedule	Line #	Description	Attachment
5500 Sch. H	Line 3	Financial statements used in formulating the IQPA's opinion	X
5500 Sch. H	Line 4i	Schedule of Assets (Held at End of Year)	
5500 Sch. H	Line 4i	Schedule of Assets (Acquired and Disposed of Within Year)	
5500 Sch. H	Line 4j	Schedule of Reportable Transactions	
5500 Sch. H	Line 4a	Schedule of Delinquent Participant Contributions	