

STANLEY BLACK & DECKER, INC.
Form 8-K
April 22, 2019

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 17, 2019

Stanley Black & Decker, Inc.

(Exact name of registrant as specified in its charter)

| | | |
|--|--------------|----------------|
| Connecticut | 1-5224 | 06-0548860 |
| (State or other jurisdiction | (Commission | (I.R.S. |
| of incorporation) | File Number) | Employer |
| | | Identification |
| 1000 Stanley Drive, New Britain, | | No.) |
| 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

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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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item. 5.07 Submission of Matters to a Vote of Security Holders

The Registrant's Annual Meeting of Shareholders was held on April 17, 2019.

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

| Nominee | For | Against | Abstain | Broker Non-Votes |
|----------------------|-------------|-----------|---------|------------------|
| Andrea J. Ayers | 117,995,279 | 2,409,812 | 167,895 | 12,524,208 |
| George W. Buckley | 114,507,374 | 5,443,971 | 621,641 | 12,524,208 |
| Patrick D. Campbell | 116,818,494 | 3,581,628 | 172,864 | 12,524,208 |
| Carlos M. Cardoso | 115,784,680 | 4,589,860 | 198,446 | 12,524,208 |
| Robert B. Coutts | 117,637,976 | 2,750,637 | 184,373 | 12,524,208 |
| Debra A. Crew | 119,871,591 | 531,702 | 169,693 | 12,524,208 |
| Michael D. Hankin | 119,614,736 | 776,782 | 181,468 | 12,524,208 |
| James M. Loree | 120,066,987 | 330,174 | 175,825 | 12,524,208 |
| James H. Scholefield | 119,413,022 | 936,993 | 222,971 | 12,524,208 |
| Dmitri L. Stockton | 119,091,058 | 1,287,752 | 194,176 | 12,524,208 |

Proposal 2: The Shareholders approved, on an advisory basis, the compensation of the Registrant's named executive officers:

| For | Against | Abstain | Broker Non-Votes |
|-------------|-----------|---------|------------------|
| 112,892,299 | 7,102,921 | 577,766 | 12,524,208 |

Proposal 3: The Shareholders approved Ernst & Young LLP as the Registrant's registered independent public accounting firm for the 2019 fiscal year:

| For | Against | Abstain |
|-------------|-----------|---------|
| 127,605,540 | 5,225,420 | 266,234 |

Proposal 4: The Shareholders approved the Global Omnibus Employee Stock Purchase Plan:

| For | Against | Abstain | Broker Non-Votes |
|-------------|---------|---------|------------------|
| 119,474,546 | 779,304 | 319,136 | 12,524,208 |

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 22, 2019 By: /s/ Janet M. Link
Name: Janet M. Link
Title: Senior Vice President, General Counsel and Secretary