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**STANLEY****Bruce H. Beatt**  
Vice President, General Counsel and Secretary

August 13, 2002

VIA FEDEX AND TELECOPY

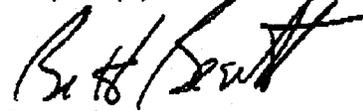
Jonathan G. Katz  
Secretary  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, DC 20549

*Re: Filing of Sworn Statements Pursuant to Section 21(a)(1) of the  
Securities Exchange Act of 1934.*

Dear Mr. Katz:

Enclosed please find counterparts of the above captioned sworn statements from John Trani and James Loree, the Chief Executive Officer and Chief Financial Officer, respectively, of The Stanley Works. Copies were also delivered to your office via telecopy earlier today.

Very truly yours,



Bruce H. Beatt

Enclosures

RECEIVED  
OFFICE OF THE SECRETARY

AUG 13 2002

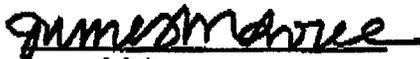
**THE STANLEY WORKS:** 1000 Stanley Drive, New Britain, CT 06053  
Tel 860-827-3822 Fax 860-827-3911 bbeatt@stanleyworks.com

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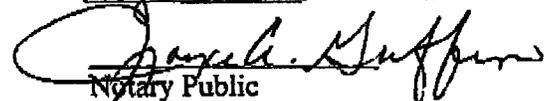
**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER  
REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE  
ACT FILINGS**

I, James M. Loree, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of The Stanley Works, and, except as corrected or supplemented in a subsequent covered report:
- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the audit committee of The Stanley Works.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
- Form 10-K of The Stanley Works filed February 22, 2002; \*
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of The Stanley Works filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing.

  
James M. Loree  
Date: 8/13/02

Subscribed and sworn to  
before me this 13<sup>th</sup> day of  
AUGUST, 2002.

  
Notary Public

My Commission Expires:

October 31, 2004

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AUG 13 2002

**JOYCE A. GRIFFIN**  
NOTARY PUBLIC  
MY COMMISSION EXPIRES OCT. 31, 2004