

**STANLEY BLACK & DECKER, INC.**  
**CORPORATE GOVERNANCE**  
**COMMITTEE CHARTER**

**Effective June 29, 2025**

**Purpose**

The Corporate Governance Committee of the Board of Directors (the “Board”) of Stanley Black & Decker, Inc. (the “Company”) is appointed by the Board (1) to assist the Board by identifying individuals qualified to become Board members, consistent with the criteria approved by the Board, and to recommend to the Board the director nominees for the next annual meeting of shareholders (or, if applicable, special meeting of shareholders) at which directors are to be elected or to fill any vacancies or newly created directorships that may occur between such meetings; (2) to develop and recommend to the Board a set of corporate governance principles applicable to the Company; (3) to lead the Board in its annual review of the performance of the Board; (4) to recommend to the Board the chair and other members for each committee; and (5) recommend to the Board compensation for the Company’s non-employee directors.

**Committee Membership**

The Corporate Governance Committee shall consist of no fewer than three members. The members of the Corporate Governance Committee shall meet the independence requirements established by the New York Stock Exchange, and the Company’s Corporate Governance Guidelines, as determined by the Board.

The members of the Corporate Governance Committee shall be appointed and replaced by the Board and serve at the sole discretion of the Board. One member of the Corporate Governance Committee shall be appointed as Committee Chair by the Board. In the event the Chair is not present at a meeting, the Committee members present at that meeting shall designate one of its members as the acting chair of such meeting.

**Committee Authority and Responsibilities**

1. The Corporate Governance Committee will recommend to the Board criteria (such as independence, diversity, relevant experience and skills) for the selection of individuals to be considered as candidates for the Board. In addition, the Corporate Governance Committee shall identify individuals qualified to become board members, consistent with criteria approved by the board, and shall recommend to the Board the director nominees to be voted upon at each annual meeting of shareholders (or, if applicable, special meeting of shareholders) at which directors are to be elected or re-elected or to fill any vacancies or newly created directorships that may occur between such meetings. In identifying candidates, the Corporate Governance Committee will take into consideration any requirements under the Corporation’s organizational documents, stock exchange listing standards and applicable law and will take reasonable steps to include diverse candidates with respect to background and personal, educational and professional experience and skills in the context of the needs of the Board in the pool of potential candidates under consideration to be nominees. The Corporate Governance Committee shall also evaluate input from shareholders concerning potential candidates.

2. The Corporate Governance Committee shall consider and make recommendations to the Board with respect to the appropriate size, structure, composition, and functioning of the Board and its committees in accordance with the Corporate Governance Guidelines and organizational documents of the Company.
3. The Corporate Governance Committee shall make a recommendation to the Board regarding which Director should serve as Chair of the Board and, in the event that the Chair of the Board is not an independent director, make a recommendation to the independent members of the Board regarding which Director should serve as Lead Independent Director.
4. The Corporate Governance Committee shall also make recommendations to the Board regarding which Directors should serve on the various committees, the rotation of members among the committees and which Directors should be appointed as Chairs of such committees and the Board, giving consideration to the criteria for service on each committee as set forth in the charter for such committee, the Securities and Exchange Commission rules and the NYSE rules, as well as to any other factors the Corporate Governance Committee deems relevant.
5. The Corporate Governance Committee shall annually review and make recommendations to the Board with respect to the compensation and benefits of non-employee directors, including under any incentive compensation plans and equity-based compensation plans.
6. The Corporate Governance Committee shall receive comments from all directors and report annually to the Board with an assessment of the performance of the Board and its committees, to be discussed with the full Board following the end of each fiscal year.
7. The Corporate Governance Committee shall review directorships at other for-profit organizations offered to directors of the Company.
8. The Corporate Governance Committee shall annually review and reassess the adequacy of the Corporate Governance Guidelines of the Company and recommend any proposed changes to the Board for approval.
9. The Corporate Governance Committee shall review and assess the channels through which the Board receives information, and the quality and timeliness of information received.
10. The Corporate Governance Committee shall have the sole authority to retain and terminate any search firm to be used to identify director candidates and approve the search firm's fees and other retention terms. The Corporate Governance Committee shall also have authority to obtain advice and assistance from internal or external legal, accounting or other advisors, as it deems appropriate, without seeking approval of the Board or management.
11. The Corporate Governance Committee shall review proposals submitted by shareholders for action at meetings of shareholders and make recommendations to the Board with respect thereto.
12. The Corporate Governance Committee shall oversee and approve any policy guidelines with respect to charitable contributions, including the guidelines included in the Code of

Business Ethics. The Corporate Governance Committee shall recommend to the Board the level of charitable contributions to be set the following year.

13. Except to the extent specifically allocated to another committee of the Board, the Corporate Governance Committee shall review the Company's policies, objectives and practices with respect to the Company's sustainability strategy.

14. The Corporate Governance Committee may form and delegate authority to subcommittees when appropriate.

15. The Corporate Governance Committee shall make regular reports to the Board.

16. The Corporate Governance Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval. The Corporate Governance Committee shall annually review its own performance.

17. The Corporate Governance Committee shall perform any other duties and responsibilities that are consistent with the committee's purpose, the Company's Certificate of Incorporation and By-Laws, and governing law, as the Board or Committee deems necessary or appropriate.