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DEWALT D Form 4 March 06, 20 FORM Check thi if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	009 I 4 UNITED STATE is box ger 6. r Filed pursuant t Section 17(a) of th 30(Was OF CHAN	shington, GES IN SECUR 6(a) of the tility Hold	D.C. 205 BENEFI ITIES e Securiti ling Com	549 CIAI es Ex pany	L OW	NERSHIP OF e Act of 1934, f 1935 or Sectior	OMB Number: Expires: Estimated a burden hou response	rs per	
1. Name and A DEWALT I	ddress of Reporting Person <u>*</u> DAVID G	Symbol	r Name and e, Inc. [MI		Fradin	g	5. Relationship of Issuer	Reporting Pers		
			Date of Earliest Transaction onth/Day/Year) /04/2009				X Director 10% Owner X Officer (give title Other (specify below) below) CEO, President & Director			
PLANO, TX	(Street) X 75024		endment, Da nth/Day/Year)	-			6. Individual or Jo Applicable Line) _X_ Form filed by C Form filed by M Person	One Reporting Pe	erson	
(City)	(State) (Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. D (Month/Day/Year) Execu any (Mont		3. Transactic Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4	sposed 4 and 5 (A) or	l of (D)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	03/04/2009		Code V A	Amount 41,667 (1)	(D) A	Price \$ 0		D		
Common Stock							69,183	I	By DeWalt Family Trust	
Common Stock	03/04/2009		F	19,062 (1)	D	\$ 29.4	187,628	D		
Common Stock				_			91,788	I	By DeWalt Family	

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Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
DEWALT DAVID G C/O MCAFEE, INC. 5000 HEADQUARTERS DRIVE PLANO, TX 75024	Х		CEO, President & Director					
Cianaturaa								

Signatures

/s/ Jared Ross, 03/06/2009 Attorney-in-Fact

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) On March 4, 2009, the Reporting Person vested as to 41,667 stock units; the Issuer withheld 19,062 shares of its Common Stock otherwise issuable to the Reporting Person in settlement of the vesting of these stock units to fulfill withholding tax obligations.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.