#### SHERWIN WILLIAMS CO

Form 4

August 17, 2007

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB** 3235-0287

**OMB APPROVAL** 

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * HENNESSY SEAN P |            |                 | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>SHERWIN WILLIAMS CO [SHW] | 5. Relationship of Reporting Person(s) to Issuer   |  |  |  |
|---|------------|-----------------|--|--|--|--|--|
| (Last)  | (First)    | (Middle)        | 3. Date of Earliest Transaction  | (Check all applicable)   |  |  |  |
| 101 PROSPECT AVENUE, N.W.                                 |            | E, <b>N.W</b> . | (Month/Day/Year)<br>08/16/2007   | Director 10% Owner Officer (give title Other (specify below) Sr. VP-Finance and CFO                  |  |  |  |
| (Street)  |            |                 | 4. If Amendment, Date Original   | 6. Individual or Joint/Group Filing(Check  |  |  |  |
| CLEVELAND,  | , OH 44115 |                 | Filed(Month/Day/Year)  | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |  |

| (City)                               | (State)                                 | (Zip) Tabl  | le I - Non-I                           | Derivative                      | Secu                         | rities Acqu  | ired, Disposed of  | , or Beneficiall   | y Owned   |
|--------------------------------------|---|---|--|---------------------------------|------------------------------|--------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securi or(A) or D (Instr. 3, | ispose<br>4 and<br>(A)<br>or | d of (D)     | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock                      | 08/16/2007                              |   | M                                      | 3,933                           | A                            | \$<br>25.425 | 80,098 (1)   | D  |   |
| Common<br>Stock                      | 08/16/2007                              |   | M                                      | 3,205                           | A                            | \$ 31.2      | 83,303 (1)   | D  |   |
| Common<br>Stock                      |   |   |  |                                 |                              |              | 15,394.454<br>(2)  | I  | Stock Plan  |

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

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#### number.

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number conf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |       | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |  |
|---|---|---|---|--|---|-------|--|-----------------|---|--|
|   |   |   |   | Code V                                 | (A)   | (D)   | Date<br>Exercisable                                      | Expiration Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 25.425   | 08/16/2007                              |   | M                                      |   | 3,933 | 10/18/2005   | 10/17/2012      | Common<br>Stock   | 3,933                                  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 31.2   | 08/16/2007                              |   | M                                      |   | 3,205 | 10/24/2006   | 10/23/2013      | Common<br>Stock   | 3,205                                  |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HENNESSY SEAN P

101 PROSPECT AVENUE, N.W. Sr. VP-Finance and CFO

CLEVELAND, OH 44115

## **Signatures**

Louis E. Stellato, Attorney-in-fact 08/17/2007

\*\*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) Of shares listed, 58,750 are restricted.
- (2) Represents the approximate number of shares of common stock for which the Reporting Person has the right to direct the vote under The Sherwin-Williams Company Employee Stock Purchase and Savings Plan per the trustee's 5/31/07 statement. Shares of common stock are

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not directly allocated to the Plan participants, but are instead held in a unitized fund consisting primarily of common stock and a small percentage of short-term investments. Participants acquire units of this fund.

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