

SHERWIN WILLIAMS CO  
Form 4  
December 01, 2011

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MCCULLOUGH GARY E

(Last) (First) (Middle)  
101 W. PROSPECT AVENUE  
(Street)  
CLEVELAND, OH 44115  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SHERWIN WILLIAMS CO [SHW]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/30/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
Common Stock	11/30/2011		M	V Amount (A) or (D) Price 2,000 A \$ 24.495	13,845	D	
Common Stock	11/30/2011		M	3,500 A \$ 25.425	17,345	D	
Common Stock	11/30/2011		S	5,500 D \$ 85.2	11,845 <sup>(1)</sup> <sup>(2)</sup>	D	
Common Stock					15,860 <sup>(3)</sup>	I	Deferred Plan

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**

SEC 1474 (9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of 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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 24.495	11/30/2011		M	666	02/06/2003	02/05/2012	Common Stock	666
Stock Option (Right to Buy)	\$ 24.495	11/30/2011		M	667	02/06/2004	02/05/2012	Common Stock	667
Stock Option (Right to Buy)	\$ 24.495	11/30/2011		M	667	02/06/2005	02/05/2012	Common Stock	667
Stock Option (Right to Buy)	\$ 25.425	11/30/2011		M	1,166	10/18/2003	10/17/2012	Common Stock	1,166
Stock Option (Right to Buy)	\$ 25.425	11/30/2011		M	1,167	10/18/2004	10/17/2012	Common Stock	1,167
Stock Option (Right to Buy)	\$ 25.425	11/30/2011		M	1,167	10/18/2005	10/17/2012	Common Stock	1,167

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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