

SHERWIN WILLIAMS CO
Form 4
December 01, 2006

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 *
BOLAND JAMES C

(Last) (First) (Middle)
1 CENTER COURT
(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)
11/30/2006

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/30/2006		M		2,000	A	\$ 25.3438
Common Stock	11/30/2006		M		2,000	A	\$ 25.0625
Common Stock	11/30/2006		M		2,000	A	\$ 20.25
Common Stock	11/30/2006		M		2,000	A	\$ 19.625
Common Stock	11/30/2006		M		2,000	A	\$ 24.305
Common Stock	11/30/2006		M		3,500	A	\$ 25.425

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Common Stock							
Common Stock	11/30/2006		M	3,500	A	\$ 31.2	24,614 ⁽¹⁾ D
Common Stock	11/30/2006		S	1,500	D	\$ 62.2	23,114 ⁽¹⁾ D
Common Stock	11/30/2006		S	900	D	\$ 62.21	22,214 ⁽¹⁾ D
Common Stock	11/30/2006		S	1,000	D	\$ 62.22	21,214 ⁽¹⁾ D
Common Stock	11/30/2006		S	2,500	D	\$ 62.23	18,714 ⁽¹⁾ D
Common Stock	11/30/2006		S	600	D	\$ 62.24	18,114 ⁽¹⁾ D
Common Stock	11/30/2006		S	3,400	D	\$ 62.25	14,714 ⁽¹⁾ D
Common Stock	11/30/2006		S	800	D	\$ 62.26	13,914 ⁽¹⁾ D
Common Stock	11/30/2006		S	1,800	D	\$ 62.27	12,114 ⁽¹⁾ D
Common Stock	11/30/2006		S	2,700	D	\$ 62.28	9,414 ⁽¹⁾ D
Common Stock	11/30/2006		S	100	D	\$ 62.29	9,314 ⁽¹⁾ D
Common Stock	11/30/2006		S	1,700	D	\$ 62.3	7,614 ⁽¹⁾ D

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.

SEC 1474
(9-02)

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. D S (I
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					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A)	(D)			
Stock Option (Right to Buy)	\$ 25.3438	11/30/2006	M		666	10/21/1999 10/20/2008	Common Stock	666
Stock Option (Right to Buy)	\$ 25.3438	11/30/2006	M		667	10/21/2000 10/20/2008	Common Stock	667
Stock Option (Right to Buy)	\$ 25.3438	11/30/2006	M		667	10/21/2001 10/20/2008	Common Stock	667
Stock Option (Right to Buy)	\$ 25.0625	11/30/2006	M		666	02/03/2000 02/02/2009	Common Stock	666
Stock Option (Right to Buy)	\$ 25.0625	11/30/2006	M		667	02/03/2001 02/02/2009	Common Stock	667
Stock Option (Right to Buy)	\$ 25.0625	11/30/2006	M		667	02/03/2002 02/02/2009	Common Stock	667
Stock Option (Right to Buy)	\$ 20.25	11/30/2006	M		666	10/22/2000 10/21/2009	Common Stock	666
Stock Option (Right to Buy)	\$ 20.25	11/30/2006	M		667	10/22/2001 10/21/2009	Common Stock	667
Stock Option (Right to Buy)	\$ 20.25	11/30/2006	M		667	10/22/2002 10/21/2009	Common Stock	667
Stock Option (Right to Buy)	\$ 19.625	11/30/2006	M		666	10/19/2001 10/18/2010	Common Stock	666
	\$ 19.625	11/30/2006	M		667	10/19/2002 10/18/2010		667

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Stock Option (Right to Buy)								Common Stock	
Stock Option (Right to Buy)	\$ 19.625	11/30/2006	M	667	10/19/2003	10/18/2010		Common Stock	667
Stock Option (Right to Buy)	\$ 24.305	11/30/2006	M	666	10/17/2002	10/16/2011		Common Stock	666
Stock Option (Right to Buy)	\$ 24.305	11/30/2006	M	667	10/17/2003	10/16/2011		Common Stock	667
Stock Option (Right to Buy)	\$ 24.305	11/30/2006	M	667	10/17/2004	10/16/2011		Common Stock	667
Stock Option (Right to Buy)	\$ 25.425	11/30/2006	M	1,166	10/18/2003	10/17/2012		Common Stock	1,166
Stock Option (Right to Buy)	\$ 25.425	11/30/2006	M	1,167	10/18/2004	10/17/2012		Common Stock	1,167
Stock Option (Right to Buy)	\$ 25.425	11/30/2006	M	1,167	10/18/2005	10/17/2012		Common Stock	1,167
Stock Option (Right to Buy)	\$ 31.2	11/30/2006	M	1,167	10/24/2004	10/23/2013		Common Stock	1,167
Stock Option (Right to Buy)	\$ 31.2	11/30/2006	M	1,167	10/24/2005	10/23/2013		Common Stock	1,167
Stock Option (Right to Buy)	\$ 31.2	11/30/2006	M	1,166	10/24/2006	10/23/2013		Common Stock	1,166

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOLAND JAMES C 1 CENTER COURT CLEVELAND, OH 44115	X			

Signatures

Louis E. Stellato,
Attorney-in-fact

12/01/2006

__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, 3,000 are restricted.

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.