### Edgar Filing: SHERWIN WILLIAMS CO - Form 4

SHERWIN V Form 4 July 11, 2006	WILLIAMS CO									
FORM Check thi	UNITED	STATES		RITIES A			E COMMISSIO		PPROVAL 3235-0287 January 31,	
if no long subject to Section 1 Form 4 o	6. <b>SIAIEN</b>	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHI SECURITIES							2005 average irs per	
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17(	a) of the I	Public U	tility Hol	ding Co		nge Act of 1934, of 1935 or Secti 940			
(Print or Type F	Responses)									
1. Name and Address of Reporting Person <u>*</u> BOLAND JAMES C			Symbol	er Name <b>an</b>			5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I	Middle)	SHERWIN WILLIAMS CO [SHW 3. Date of Earliest Transaction			] (Che	(Check all applicable)			
(			(Month/Day/Year) 07/07/2006				X_ Director 10% Owner Officer (give title Other (specify below)			
CLEVELAN	(Street) ND, OH 44115			endment, D onth/Day/Yea	-	nal		-	erson	
(City)	(State)	(Zip)	<b>T</b> 1			a	Person	e n e ·		
1.Title of	2. Transaction Date (Month/Day/Year)	2A. Deeme	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Secur nAcquire Dispose (Instr. 3	ities d (A) or d of (D) , 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Rep	ort on a separate line	e for each cla	ass of sec	urities bene	Pers infor requ	ons who res mation con ired to resp lays a curre	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Se
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or			(In

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	Derivative Security			Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units <u>(1)</u>	\$ 17.31	07/07/2006	А		1,263.72		(1)	<u>(1)</u>	Common Stock	<u>(1)</u>	\$

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BOLAND JAMES C 1 CENTER COURT CLEVELAND, OH 44115	Х						
Signatures							
Louis E. Stellato, Attorney-in-fact	C	)7/11/2006					
**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).

Acquisition of phantom stock units (in an exempt transaction) under the Director Deferred Fee Plan to be settled generally upon the
 (1) Reporting Person's retirement. The plan utilizes unit accounting, with phantom stock units consisting primarily of phantom shares of common stock and a small percentage of short-term investments (based upon a beginning per unit price of \$10.00 at April 1, 1997).

(2) Includes phantom stock units acquired pursuant to the dividend equivalent reinvestment feature of the plan.

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.