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

	WILLIAMS CO											
Form 4	2006											
November 2											PROVAL	
FORM	<b>14</b> UNITED S	STATES						NGE C	OMMISSION	OMB	3235-0287	
Check th	iis box		Wa	shingt	ton,	, D.C. 20	1549			Number:	January 31,	
if no lon subject t Section Form 4 c Form 5		OF CHANGES IN BENEFICIAL OWN SECURITIES Section 16(a) of the Securities Exchange							Expires: 20 Estimated average burden hours per response			
obligatic may con <i>See</i> Instr 1(b).	tinue. Section 17(a	a) of the l	Public U	tility H	Hole	ding Cor	npan	-	1935 or Section	1		
(Print or Type	Responses)											
Wells Robert J Symbol			Symbol					8	5. Relationship of Reporting Person(s) to Issuer			
			SHERWIN WILLIAMS CO [SHW]					SHWJ	(Check all applicable)			
				e of Earliest Transaction h/Day/Year) 1/2006					Director 10% Owner X_ Officer (give title Other (specify below) VP-Corp Com & Public Affairs			
				endment, Date Original onth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
CLEVELA	ND, OH 44115								Form filed by M Person	ore than One Re	porting	
(City)	(State)	(Zip)	Tab	le I - No	on-I	Derivative	Secu	rities Acqu	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	urity (Month/Day/Year) Execution Date, if			3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	11/17/2006			М		2,697	A	\$ 31.2	6,437 <u>(1)</u>	D		
Common Stock	11/17/2006			М		2,433	А	\$ 41.725	8,870 <u>(1)</u>	D		
Common Stock	11/17/2006			S		3,873	D	\$ 62.2	4,997 <u>(1)</u>	D		
Common Stock	11/17/2006			S		1,257	D	\$ 62.27	3,740 <u>(2)</u>	D		
Common Stock									4,418.4176 (3)	Ι	Stock Plan	

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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)

2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)	
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
\$ 31.2	11/17/2006		М	2,000	10/24/2004	10/23/2013	Common Stock	2,000
\$ 31.2	11/17/2006		М	697	10/24/2005	10/23/2013	Common Stock	697
\$ 41.725	11/17/2006		М	1,667	10/20/2005	10/19/2014	Common Stock	1,667
\$ 41.725	11/17/2006		М	766	10/20/2006	10/19/2014	Common Stock	766
	Conversion or Exercise Price of Derivative Security \$ 31.2 \$ 31.2 \$ 31.2	Conversion or Exercise Price of Derivative Security \$ 31.2 11/17/2006 \$ 31.2 11/17/2006 \$ 41.725 11/17/2006	Conversion (Month/Day/Year) Execution Date, if any Price of (Month/Day/Year) Derivative Security \$ 31.2 11/17/2006 \$ 31.2 11/17/2006 \$ 41.725 11/17/2006	Conversion or Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year) (Instr. 8) Code (Instr. 8) Code V \$ 31.2 11/17/2006 M \$ 31.2 11/17/2006 M \$ 41.725 11/17/2006 M	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction Code (Instr. 8)Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)\$ 31.211/17/2006M2,000\$ 31.211/17/2006M697\$ 41.72511/17/2006M1,667	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction Derivative Code (Instr. 8)Expiration Date (Month/Day/Y Or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Y Or Disposed of (D) (Instr. 3, 4, and 5)Date Exercisable\$ 31.211/17/2006M2,00010/24/2004\$ 31.211/17/2006M69710/24/2005\$ 41.72511/17/2006M1,66710/20/2005	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction Code (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)\$ 31.211/17/2006M2,00010/24/200410/23/2013\$ 31.211/17/2006M69710/24/200510/23/2013\$ 41.72511/17/2006M1,66710/20/200510/19/2014	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction/ Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)Underlying S (Instr. 3 and Title\$ 31.211/17/2006M2,00010/24/200410/23/2013Common Stock\$ 31.211/17/2006M69710/24/200510/23/2013Common Stock\$ 41.72511/17/2006M1,66710/20/200510/19/2014Common Stock

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
			VP-Corp Com & Public Affairs					

Wells Robert J 101 PROSPECT AVENUE, N.W. CLEVELAND, OH 44115

### Signatures

Louis E. Stellato, Attorney-in-fact

10/20/2006

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, 3,740 are restricted.
- (2) Shares listed are restricted.

\*\*Signature of Reporting Person

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 9/30/06 statement. Shares of common stock are

(3) Sherwin's winnams company Employee stock r ulchase and Savings r an per the fusces of solvoor statement. Shares of common stock are 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.

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.