

SHERWIN WILLIAMS CO  
Form 4  
February 28, 2014

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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, 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 \*  
Connor Christopher M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
101 WEST PROSPECT AVENUE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/27/2014

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

CLEVELAND, OH 44115

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

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

(City) (State) (Zip)

**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	Price	
Common Stock	02/27/2014		M		2,293	\$ 43.595	A 488,192.07 D
Common Stock	02/27/2014		M		1,682	\$ 59.435	A 489,874.07 D
Common Stock	02/27/2014		M		100,000	\$ 63.44	A 589,874.07 D
Common Stock	02/27/2014		S		77,799	\$ 198.26 (1)	D 512,075.07 D
Common Stock	02/27/2014		S		16,125	\$ 198.98 (3)	D 495,950.07 D

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(2)

Common  
Stock

48,742.24 <sup>(4)</sup> I

Stock  
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 required to respond unless the form displays a currently valid OMB control number.**

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(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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 43.595	02/27/2014		M	2,293	10/21/2008	10/20/2015	Common Stock	2,293
Employee Stock Option (right to buy)	\$ 59.435	02/27/2014		M	1,682	10/18/2009	10/17/2016	Common Stock	1,682
Employee Stock Option (right to buy)	\$ 63.44	02/27/2014		M	33,334	10/19/2008	10/18/2017	Common Stock	33,334
Employee Stock Option (right to buy)	\$ 63.44	02/27/2014		M	33,333	10/19/2009	10/18/2017	Common Stock	33,333
Employee Stock Option (right to buy)	\$ 63.44	02/27/2014		M	33,333	10/19/2010	10/18/2017	Common Stock	33,333

