

SHERWIN WILLIAMS CO
Form 4
February 25, 2005

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 *
BREEN JOHN G

(Last) (First) (Middle)
101 PROSPECT AVENUE, N.W.

(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)
02/24/2005

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	02/24/2005		S		100	D	\$ 43.29
Common Stock	02/24/2005		S		17,500	D	\$ 43.3
Common Stock	02/24/2005		S		3,100	D	\$ 43.31
Common Stock	02/24/2005		S		6,100	D	\$ 43.32
Common Stock	02/24/2005		S		5,400	D	\$ 43.33
	02/24/2005		S		3,100	D	

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Common Stock					\$ 43.34		
Common Stock	02/24/2005	S	1,200	D	\$ 43.35	263,536 <u>(1)</u>	D
Common Stock	02/24/2005	S	10,100	D	\$ 43.36	253,436 <u>(1)</u>	D
Common Stock	02/24/2005	S	300	D	\$ 43.37	253,136 <u>(1)</u>	D
Common Stock	02/24/2005	S	100	D	\$ 43.38	253,036 <u>(1)</u>	D
Common Stock	02/24/2005	S	3,100	D	\$ 43.39	249,936 <u>(1)</u>	D
Common Stock	02/24/2005	S	100	D	\$ 43.4	249,836 <u>(1)</u>	D
Common Stock	02/24/2005	S	300	D	\$ 43.41	249,536 <u>(1)</u>	D
Common Stock	02/24/2005	S	4,500	D	\$ 43.42	245,036 <u>(1)</u>	D
Common Stock	02/24/2005	S	300	D	\$ 43.43	244,736 <u>(1)</u>	D
Common Stock	02/24/2005	S	1,500	D	\$ 43.44	243,236 <u>(1)</u>	D
Common Stock	02/24/2005	S	13,500	D	\$ 43.45	229,736 <u>(1)</u>	D
Common Stock	02/24/2005	S	100	D	\$ 43.46	229,636 <u>(1)</u>	D
Common Stock	02/24/2005	S	400	D	\$ 43.47	229,236 <u>(1)</u>	D
Common Stock	02/24/2005	S	1,200	D	\$ 43.48	228,036 <u>(1)</u>	D
Common Stock	02/24/2005	S	2,200	D	\$ 43.49	225,836 <u>(1)</u>	D
Common Stock	02/24/2005	S	9,900	D	\$ 43.5	215,936 <u>(1)</u>	D
Common Stock	02/24/2005	S	1,600	D	\$ 43.51	214,336 <u>(1)</u>	D
Common Stock	02/24/2005	S	7,600	D	\$ 43.52	206,736 <u>(1)</u>	D
Common Stock	02/24/2005	S	1,900	D	\$ 43.53	204,836 <u>(1)</u>	D
	02/24/2005	S	900	D		203,936 <u>(1)</u>	D

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Common Stock						\$	43.54		
Common Stock	02/24/2005		S	6,800	D	\$	197,136 ⁽¹⁾		D
							43.55 ₍₂₎		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BREEN JOHN G 101 PROSPECT AVENUE, N.W. CLEVELAND, OH 44115			X	

Signatures

Louis E. Stellato,
Attorney-in-fact

02/25/2005

__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, 2,500 are restricted.
- (2) This is the first of two Forms 4 filed by the Reporting Person on the same date.

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