#### Edgar Filing: SHERWIN WILLIAMS CO - Form 3

#### SHERWIN WILLIAMS CO

Form 3

January 06, 2012

### FORM 3

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement SHERWIN WILLIAMS CO [SHW] A Knight Timothy A (Month/Day/Year) 12/31/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 101 WEST PROSPECT (Check all applicable) **AVENUE** (Street) 6. Individual or Joint/Group 10% Owner Director \_X\_\_ Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting President, LACG Person CLEVELAND, OHÂ 44115 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â D Common Stock 31,340 (1) Common Stock 16,255 I By Family Trust Common Stock  $8,023.89^{(2)}$ I Stock Plan Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
2. Date Exercisable and Securities Underlying Conversion Ownership
Expiration Date (Month/Day/Year)

Securities Underlying Conversion Ownership

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			Derivative Security (Instr. 4)		or Exercise Price of	Form of Derivative	Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)		
Employee Stock Option (Right to Buy)	10/18/2007	10/17/2016	Common Stock	8,334	\$ 59.435	D	Â	
Employee Stock Option (Right to Buy)	10/18/2008	10/17/2016	Common Stock	8,333	\$ 59.435	D	Â	
Employee Stock Option (Right to Buy)	10/18/2009	10/17/2016	Common Stock	8,333	\$ 59.435	D	Â	
Employee Stock Option (Right to Buy)	10/19/2008	10/18/2017	Common Stock	6,000	\$ 63.44	D	Â	
Employee Stock Option (Right to Buy)	10/19/2009	10/18/2017	Common Stock	6,000	\$ 63.44	D	Â	
Employee Stock Option (Right to Buy)	10/19/2010	10/18/2017	Common Stock	6,000	\$ 63.44	D	Â	
Employee Stock Option (Right to Buy)	10/14/2009	10/13/2018	Common Stock	7,000	\$ 54.09	D	Â	
Employee Stock Option (Right to Buy)	10/14/2010	10/13/2018	Common Stock	7,000	\$ 54.09	D	Â	
Employee Stock Option (Right to Buy)	10/14/2011	10/13/2018	Common Stock	7,000	\$ 54.09	D	Â	
Employee Stock Option (Right to Buy)	10/15/2010	10/14/2019	Common Stock	7,000	\$ 63.25	D	Â	
Employee Stock Option (Right to Buy)	10/15/2011	10/14/2019	Common Stock	7,000	\$ 63.25	D	Â	
Employee Stock Option (Right to Buy)	10/15/2012	10/14/2019	Common Stock	7,000	\$ 63.25	D	Â	
Employee Stock Option (Right to Buy)	10/19/2011	10/18/2020	Common Stock	5,584	\$ 72.62	D	Â	
Employee Stock Option (Right to Buy)	10/19/2012	10/18/2020	Common Stock	5,583	\$ 72.62	D	Â	
Employee Stock Option (Right to Buy)	10/19/2013	10/18/2020	Common Stock	5,583	\$ 72.62	D	Â	
Employee Stock Option (Right to Buy)	11/15/2011	11/14/2020	Common Stock	4,067	\$ 73.57	D	Â	
Employee Stock Option (Right to Buy)	11/15/2012	11/14/2020	Common Stock	4,066	\$ 73.57	D	Â	
Employee Stock Option (Right to Buy)	11/15/2013	11/14/2020	Common Stock	4,067	\$ 73.57	D	Â	

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Employee Stock Option (Right to Buy)	10/19/2012	10/18/2021	Common Stock	4,667	\$ 78.255	D	Â
Employee Stock Option (Right to Buy)	10/19/2013	10/18/2021	Common Stock	4,666	\$ 78.255	D	Â
Employee Stock Option (Right to Buy)	10/19/2014	10/18/2021	Common Stock	4,667	\$ 78.255	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Knight Timothy A 101 WEST PROSPECT AVENUE CLEVELAND. OH 44115	Â	Â	President, LACG	Â	

# **Signatures**

Louis E. Stellato, Attorney-in-fact 01/06/2012

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Shares listed are restricted.

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 12/31/11 statement. Shares of common stock are not directly allocated to the Plan participants, but 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.

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