

SHERWIN WILLIAMS CO
Form 4
July 27, 2006

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 *
MORIKIS 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)

07/25/2006

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)

President, Paint Stores Group

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	07/25/2006		M		290 A \$ 27.75	98,614 ⁽¹⁾	D
Common Stock	07/25/2006		M		56,067 A \$ 25.425	154,681 ⁽¹⁾	D
Common Stock	07/25/2006		S		400 D \$ 49.49	154,281 ⁽¹⁾	D
Common Stock	07/25/2006		S		800 D \$ 49.48	153,481 ⁽¹⁾	D
Common Stock	07/25/2006		S		900 D \$ 49.47	152,581 ⁽¹⁾	D

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Common Stock	07/25/2006	S	1,000	D	\$ 49.46	151,581 <u>(1)</u>	D
Common Stock	07/25/2006	S	200	D	\$ 49.45	151,381 <u>(1)</u>	D
Common Stock	07/25/2006	S	6,300	D	\$ 49.43	145,081 <u>(1)</u>	D
Common Stock	07/25/2006	S	2,000	D	\$ 49.42	143,081 <u>(1)</u>	D
Common Stock	07/25/2006	S	4,700	D	\$ 49.41	138,381 <u>(1)</u>	D
Common Stock	07/25/2006	S	3,400	D	\$ 49.4	134,981 <u>(1)</u>	D
Common Stock	07/25/2006	S	2,300	D	\$ 49.39	132,681 <u>(1)</u>	D
Common Stock	07/25/2006	S	500	D	\$ 49.38	132,181 <u>(1)</u>	D
Common Stock	07/25/2006	S	700	D	\$ 49.37	131,481 <u>(1)</u>	D
Common Stock	07/25/2006	S	800	D	\$ 49.36	130,681 <u>(1)</u>	D
Common Stock	07/25/2006	S	300	D	\$ 49.35	130,381 <u>(1)</u>	D
Common Stock	07/25/2006	S	200	D	\$ 49.34	130,181 <u>(1)</u>	D
Common Stock	07/25/2006	S	700	D	\$ 49.33	129,481 <u>(1)</u>	D
Common Stock	07/25/2006	S	900	D	\$ 49.32	128,581 <u>(1)</u>	D
Common Stock	07/25/2006	S	1,500	D	\$ 49.31	127,081 <u>(1)</u>	D
Common Stock	07/25/2006	S	557	D	\$ 49.3	126,524 <u>(1)</u>	D
Common Stock	07/25/2006	S	300	D	\$ 49.29	126,224 <u>(1)</u>	D
Common Stock	07/25/2006	S	2,900	D	\$ 49.28	123,324 <u>(1)</u>	D
Common Stock	07/25/2006	S	400	D	\$ 49.27	122,924 <u>(1)</u>	D
Common Stock	07/25/2006	S	200	D	\$ 49.26	122,724 <u>(1)</u>	D
	07/25/2006	S	300	D	\$ 49.25	122,424 <u>(1)</u>	D

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Common Stock								
Common Stock	07/25/2006		S	200	D	\$ 49.24	122,224 ⁽¹⁾	D
Common Stock	07/25/2006		S	1,000	D	\$ 49.23	121,224 ⁽¹⁾	D
Common Stock	07/25/2006		S	700	D	\$ 49.22	120,524 ⁽¹⁾	D
Common Stock	07/25/2006		S	900	D	\$ 49.21	119,624 ⁽¹⁾	D

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)	
					V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 27.75	07/25/2006		M	290	01/29/1998	01/28/2007	Common Stock	290
Employee Stock Option (Right to Buy)	\$ 25.425	07/25/2006		M	20,000	10/18/2003	10/17/2012	Common Stock	20,000
Employee Stock Option (Right to Buy)	\$ 25.425	07/25/2006		M	20,000	10/18/2004	10/17/2012	Common Stock	20,000
	\$ 25.425	07/25/2006		M	16,067	10/18/2005	10/17/2012		16,067

