

SHERWIN WILLIAMS CO
 Form 3
 May 03, 2010

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 Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Mistysyn Allen J		(Month/Day/Year)	SHERWIN WILLIAMS CO [SHW]	
(Last)	(First)	(Middle)	05/01/2010	
101 WEST PROSPECT AVENUE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
CLEVELAND, OH 44115			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			VP-Corporate Controller	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	17,098 ⁽¹⁾	D	∆
Common Stock	3,857.34 ⁽²⁾	I	Stock Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	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	1,910	\$ 59.435	D	Â
Employee Stock Option (Right to Buy)	10/18/2008	10/17/2016	Common Stock	1,910	\$ 59.435	D	Â
Employee Stock Option (Right to Buy)	10/18/2009	10/17/2016	Common Stock	1,910	\$ 59.435	D	Â
Employee Stock Option (Right to Buy)	10/19/2008	10/18/2017	Common Stock	1,522	\$ 63.44	D	Â
Employee Stock Option (Right to Buy)	10/19/2009	10/18/2017	Common Stock	1,521	\$ 63.44	D	Â
Employee Stock Option (Right to Buy)	10/19/2010	10/18/2017	Common Stock	1,522	\$ 63.44	D	Â
Employee Stock Option (Right to Buy)	10/14/2009	10/13/2018	Common Stock	1,750	\$ 54.09	D	Â
Employee Stock Option (Right to Buy)	10/14/2010	10/13/2018	Common Stock	1,750	\$ 54.09	D	Â
Employee Stock Option (Right to Buy)	10/14/2011	10/13/2018	Common Stock	1,750	\$ 54.09	D	Â
Employee Stock Option (Right to Buy)	10/15/2010	10/14/2019	Common Stock	1,750	\$ 63.25	D	Â
Employee Stock Option (Right to Buy)	10/15/2011	10/14/2019	Common Stock	1,750	\$ 63.25	D	Â
Employee Stock Option (Right to Buy)	10/15/2012	10/14/2019	Common Stock	1,750	\$ 63.25	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mistysyn Allen J 101 WEST PROSPECT AVENUE CLEVELAND, OH 44115	Â	Â	Â VP-Corporate Controller	Â

Signatures

Louis E. Stellato,
Attorney-in-fact

05/03/2010

__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) Of shares listed, 8,015 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 3/31/10 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.

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Remarks:

ExhibitÂ 24,Â PowerÂ ofÂ Attorney,Â isÂ attached.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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