

CONNOR CHRISTOPHER M
Form 4
October 10, 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 *
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 PROSPECT AVENUE, N.W.

3. Date of Earliest Transaction (Month/Day/Year)
10/05/2006

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

(Street)
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 or Price		
Common Stock	10/05/2006		M		35,556 A \$ 29.0313	(1)	D
Common Stock	10/05/2006		M		94,905 A \$ 19.625	(1)	D
Common Stock	10/05/2006		M		100,000 A \$ 20.25	(1)	D
Common Stock	10/05/2006		S(2)		3,300 D \$ 56.5	(1)	D
Common Stock	10/05/2006		S(2)		300 D \$ 56.57	(1)	D

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Common Stock	10/05/2006	<u>S(2)</u>	100	D	\$ 56.58	<u>593,576.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	100	D	\$ 56.59	<u>593,476.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	200	D	\$ 56.63	<u>593,276.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	300	D	\$ 56.65	<u>592,976.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	300	D	\$ 56.66	<u>592,676.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	300	D	\$ 56.67	<u>592,376.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	500	D	\$ 56.68	<u>591,876.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	21,261	D	\$ 56.69	<u>570,615.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	1,900	D	\$ 56.7	<u>568,715.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	600	D	\$ 56.71	<u>568,115.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	2,000	D	\$ 56.72	<u>566,115.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	5,500	D	\$ 56.73	<u>560,615.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	2,100	D	\$ 56.74	<u>558,515.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	81,000	D	\$ 56.75	<u>477,515.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	2,100	D	\$ 56.76	<u>475,415.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	32,000	D	\$ 56.77	<u>443,415.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	1,800	D	\$ 56.78	<u>441,615.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	2,500	D	\$ 56.79	<u>439,115.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	2,100	D	\$ 56.8	<u>437,015.067</u> (1)	D
Common Stock	10/05/2006	<u>S(2)</u>	900	D	\$ 56.81	<u>436,115.067</u> (1)	D
	10/05/2006	<u>S(2)</u>	1,600	D	\$ 56.82		D

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Common Stock						434,515.067 <u>(1)</u>	
Common Stock	10/05/2006	S ⁽²⁾	900	D	\$ 56.83	433,615.067 <u>(1)</u>	D
Common Stock	10/05/2006	S ⁽²⁾	1,500	D	\$ 56.84	432,115.067 <u>(1)</u>	D
Common Stock	10/05/2006	S ⁽²⁾	1,700	D	\$ 56.85	430,415.067 <u>(1)</u>	D
Common Stock	10/05/2006	S ⁽²⁾	15,500	D	\$ 56.86	414,915.067 <u>(1)</u>	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)	
						Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 29.0313	10/05/2006		M	13,000	02/04/1999	02/03/2008	Common Stock	13,000
Employee Stock Option (Right to Buy)	\$ 29.0313	10/05/2006		M	13,000	02/04/2000	02/03/2008	Common Stock	13,000
Employee Stock Option (Right to Buy)	\$ 29.0313	10/05/2006		M	9,556	02/04/2001	02/03/2008	Common Stock	9,556
Employee Stock	\$ 20.25	10/05/2006		M	100,000	10/22/2000	10/21/2009	Common Stock	100,000

