

MAHONEY ROBERT W

Form 4

October 22, 2008

**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 \*  
MAHONEY ROBERT W

(Last) (First) (Middle)

3792 BOETTLER OAKS DRIVE,  
SUITE C

(Street)

UNIONTOWN, OH 44685

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

SHERWIN WILLIAMS CO [SHW]

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

10/21/2008

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	10/21/2008		M	A	\$ 25.0625	14,170 (1)	D
Common Stock	10/21/2008		M	A	\$ 20.25	16,170 (1)	D
Common Stock	10/21/2008		S	D	\$ 57.01	15,470 (1)	D
Common Stock	10/21/2008		S	D	\$ 57.02	14,670 (1)	D
Common Stock	10/21/2008		S	D	\$ 57.04	14,370 (1)	D

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Common Stock	10/21/2008	S	200	D	\$ 57.06	14,170 <sup>(1)</sup>	D
Common Stock	10/21/2008	S	600	D	\$ 57.07	13,570 <sup>(1)</sup>	D
Common Stock	10/21/2008	S	100	D	\$ 57.08	13,470 <sup>(1)</sup>	D
Common Stock	10/21/2008	S	100	D	\$ 57.09	13,370 <sup>(1)</sup>	D
Common Stock	10/21/2008	S	200	D	\$ 57.1	13,170 <sup>(1)</sup>	D
Common Stock	10/21/2008	S	200	D	\$ 57.11	12,970 <sup>(1)</sup>	D
Common Stock	10/21/2008	S	600	D	\$ 57.13	12,370 <sup>(1)</sup>	D
Common Stock	10/21/2008	S	200	D	\$ 57.14	12,170 <sup>(1)</sup>	D

Reminder: Report on a separate line for each class of securities beneficially 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.**

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(9-02)

**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. P Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 25.0625	10/21/2008		M	666	02/03/2000 02/02/2009	Common Stock	666	
Stock Option (Right to	\$ 25.0625	10/21/2008		M	667	02/03/2001 02/02/2009	Common Stock	667	

Buy) Stock Option (Right to Buy)	\$ 25.0625	10/21/2008	M	667	02/03/2002	02/02/2009	Common Stock	667
Stock Option (Right to Buy)	\$ 20.25	10/21/2008	M	666	10/22/2000	10/21/2009	Common Stock	666
Stock Option (Right to Buy)	\$ 20.25	10/21/2008	M	667	10/22/2001	10/21/2009	Common Stock	667
Stock Option (Right to Buy)	\$ 20.25	10/21/2008	M	667	10/22/2002	10/21/2009	Common Stock	667

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAHONEY ROBERT W 3792 BOETTLER OAKS DRIVE, SUITE C UNIONTOWN, OH 44685	X			

## Signatures

Louis E. Stellato,  
Attorney-in-fact

10/21/2008

\_\_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, 2,725 are restricted.

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