

SHERWIN WILLIAMS CO  
Form 3  
February 26, 2016

**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 <b>and</b> Ticker or Trading Symbol |  |
| Â Baxter Joel D.                          |         | (Month/Day/Year)                     | SHERWIN WILLIAMS CO [SHW]                          |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| 101 W. PROSPECT AVENUE                    |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
| CLEVELAND,Â OHÂ 44115                     |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
| (City)                                    | (State) | (Zip)                                | (give title below)                                 | (specify below)  |
|   |         |                                      | Pres. & GM, Glob. Supply Chain                     | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|   |         |                                      |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 5,494 <sup>(1)</sup>                                     | D   | Â  |
| Common Stock                       | 6,929.86 <sup>(2)</sup>                                  | I   | Stock Plan   |

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

**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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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|                                      | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares | Security    | Direct (D) or Indirect (I) (Instr. 5) |   |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|-------------|---------------------------------------|---|
| Employee Stock Option (Right to Buy) | 10/17/2014       | 10/16/2022      | Common Stock | 500                        | \$ 154,4325 | D                                     | Â |
| Employee Stock Option (Right to Buy) | 10/17/2015       | 10/16/2022      | Common Stock | 2,353                      | \$ 154,4325 | D                                     | Â |
| Employee Stock Option (Right to Buy) | 10/16/2014       | 10/15/2023      | Common Stock | 2,167                      | \$ 180.46   | D                                     | Â |
| Employee Stock Option (Right to Buy) | 10/16/2015       | 10/15/2023      | Common Stock | 2,166                      | \$ 180.46   | D                                     | Â |
| Employee Stock Option (Right to Buy) | 10/16/2016       | 10/15/2023      | Common Stock | 2,167                      | \$ 180.46   | D                                     | Â |
| Employee Stock Option (Right to Buy) | 10/22/2015       | 10/21/2024      | Common Stock | 2,034                      | \$ 227.73   | D                                     | Â |
| Employee Stock Option (Right to Buy) | 10/22/2016       | 10/21/2024      | Common Stock | 2,033                      | \$ 227.73   | D                                     | Â |
| Employee Stock Option (Right to Buy) | 10/22/2017       | 10/21/2024      | Common Stock | 2,033                      | \$ 227.73   | D                                     | Â |
| Employee Stock Option (Right to Buy) | 10/16/2016       | 10/15/2025      | Common Stock | 2,167                      | \$ 239.55   | D                                     | Â |
| Employee Stock Option (Right to Buy) | 10/16/2017       | 10/15/2025      | Common Stock | 2,167                      | \$ 239.55   | D                                     | Â |
| Employee Stock Option (Right to Buy) | 10/16/2018       | 10/15/2025      | Common Stock | 2,166                      | \$ 239.55   | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |  |       |
|---|---------------|-----------|--|-------|
|   | Director      | 10% Owner | Officer                                | Other |
| Baxter Joel D.<br>101 W. PROSPECT AVENUE<br>CLEVELAND, OH 44115 | Â             | Â         | Â Pres. &<br>GM, Glob.<br>Supply Chain | Â     |

## Signatures

Catherine M. Kilbane,  
Attorney-in-fact

02/26/2016

\_\_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).

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- (1) Of shares listed, 3,250 are restricted stock and 725 are restricted stock units.
- (2) Represents the number of shares of common stock attributable to the reporting person's participation in The Sherwin-Williams Company Employee Stock Purchase and Savings Plan per the trustee's 2/17/2016 statement.

Â

**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.

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.