## Edgar Filing: SHERWIN WILLIAMS CO - Form 4

SHERWIN W Form 4	/ILLIAMS CO									
July 17, 2014								OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287	
Check this if no longe subject to	GES IN BENEFICIAL OWN				NERSHIP OF	Expires: Estimated a	January 31, 2005 average			
Section 16 Form 4 or Form 5 obligation: may contin <i>See</i> Instruct 1(b).	Filed purs s Section 17(a	uant to Section 16 ) of the Public Ut 30(h) of the Inv	ility Hold	Securiti	pany	Act o	f 1935 or Sectio	burden hou response	irs per	
(Print or Type Ro	esponses)									
1. Name and Ac Thornton Ma	Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer					
			VIN WILLIAMS CO [SHW]				(Check all applicable)			
			/Day/Year)				XDirector10% Owner Officer (give titleOther (specify below) below)			
			Amendment, Date Original I(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
MEMPHIS,	TN 38125							Aore than One Ro		
(City)	(State) (2	Zip) Table	e I - Non-De	erivative S	Securi	ties Ace	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if		3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)			SecuritiesIBeneficially(OwnedI	6. Ownership Form: Direct D) or Indirect (I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
G			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	07/16/2014		A <u>(1)</u>	542	А	\$0	542 <u>(2)</u>	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.		6. Date Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)		Transacti Code	ionNuml of	vative rities iired			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo
					Dispo of (D (Instr 4, and	) . 3,						Trans (Instr
				Code N	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Thornton Matthew III 3610 HACKS CROSS ROAD MEMPHIS, TN 38125	Х						
Signatures							
Catherine M. Kilbane, Attorney-in-fact	07/17/2014						
**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) Grant of restricted shares of common stock under The Sherwin-Williams Company 2006 Stock Plan for Nonemployee Directors.
- (2) Shares listed are restricted.

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.