

SHERWIN WILLIAMS CO  
Form DEFA14A  
May 11, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 11, 2016**

**The Sherwin-Williams Company**

**(Exact Name of Registrant as Specified in its Charter)**

**Ohio**  
**(State or Other Jurisdiction**

**of Incorporation)**

**1-04851**  
**(Commission**

**File Number)**

**34-0526850**  
**(IRS Employer**

**Identification No.)**

**101 West Prospect Avenue**

**44115**

**Cleveland, Ohio**  
**(Address of Principal Executive Offices)** **(Zip Code)**  
**(216) 566-2000**

**(Registrant's telephone number, including area code)**

**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☒ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On May 11, 2016, The Sherwin-Williams Company and The Valspar Corporation issued a joint press release announcing the receipt of a request for additional information from the United States Federal Trade Commission in connection with Sherwin-Williams pending acquisition of Valspar. A copy of the joint press release is attached as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

| <b>Exhibit<br/>Number</b> | <b>Description</b>                                                                                           |
|---------------------------|--------------------------------------------------------------------------------------------------------------|
| 99.1                      | Joint Press Release, dated May 11, 2016, issued by The Sherwin-Williams Company and The Valspar Corporation. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**THE SHERWIN-WILLIAMS COMPANY**

May 11, 2016

By: /s/ Catherine M. Kilbane  
Catherine M. Kilbane  
Senior Vice President, General Counsel  
and Secretary

**Exhibit Index**

| <b>Exhibit<br/>Number</b> | <b>Description</b>                                                                                           |
|---------------------------|--------------------------------------------------------------------------------------------------------------|
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