

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 \*

Baxter Joel D.

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/17/2016

3. Issuer Name and Ticker or Trading Symbol  
SHERWIN WILLIAMS CO [SHW]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Pres. &amp; GM, Glob. Supply Chain

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting Person

101 W. PROSPECT AVENUE

(Street)

CLEVELAND, OH 44115

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities Beneficially Owned  
(Instr. 4)3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

Common Stock

5,494 <sup>(1)</sup>

D

A

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)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and Expiration Date  
(Month/Day/Year)3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership  
(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. 101 W. PROSPECT AVENUE CLEVELAND, OH 44115	Â	Â	Â Pres. & GM, Glob. 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.

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### 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.

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