



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

2011

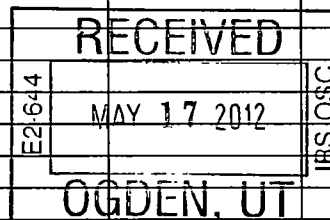
For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation SHERWIN-WILLIAMS FOUNDATION		A Employer identification number 34-6555476
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 216-566-2000
City or town, state, and ZIP code CLEVELAND, OH 44115		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 15,103,723	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	250,000			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	916	916	916	
4	Dividends and interest from securities	290,650	290,650	290,650	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	516,231			
b	Gross sales price for all assets on line 6a 2,426,974				
7	Capital gain net income (from Part IV, line 2)		516,231		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)	0			
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	1,057,797	807,797	291,566	
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	200			200
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	96,564	96,564		
24	Total operating and administrative expenses. Add lines 13 through 23	96,764	96,564	0	200
25	Contributions, gifts, grants paid	731,311			
26	Total expenses and disbursements. Add lines 24 and 25	828,075	96,564	0	200
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	229,722			
b	Net investment income (if negative, enter -0-)		711,233		
c	Adjusted net income (if negative, enter -0-)			291,566	



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1,662	5,994	5,994
	2	Savings and temporary cash investments	2,596,303	3,094,091	3,047,694
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	9,967,026	10,279,339	10,085,932
	c	Investments—corporate bonds (attach schedule)	2,414,482	1,832,070	1,964,103
	11	Investments—land, buildings, and equipment: basis ▶			
Liabilities		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	14,979,473	15,211,494	15,103,723
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	14,979,473	15,211,495	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	14,979,473	15,211,495	
	31	Total liabilities and net assets/fund balances (see instructions)	14,979,473	15,211,495	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	14,979,473
2	Enter amount from Part I, line 27a	2	229,722
3	Other increases not included in line 2 (itemize) ▶ <u>PRIOR YEAR CONTRIBUTIONS VOIDED</u>	3	2,300
4	Add lines 1, 2, and 3	4	15,211,495
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,211,495

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	516,231
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	788,438	14,801,627	0.0533
2009	790,370	13,145,087	0.0601
2008	1,056,481	16,459,702	0.0642
2007	1,000,970	18,951,921	0.0528
2006	919,101	16,985,139	0.0541

2	Total of line 1, column (d)	2	0.2845
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.0569
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	15,823,400
5	Multiply line 4 by line 3	5	900,351
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,112
7	Add lines 5 and 6	7	907,463
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	731,311

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	14,225
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	14,225
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	14,225
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	13,091
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	13,091
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <i>Payment made electronically</i>		1,134
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ S. P. HENNESSY Telephone no. ▶ 216-566-2000
 Located at ▶ 101 PROSPECT AVE N.W., CLEVELAND, OH ZIP+4 ▶ 44115

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ☐
 and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? ☐
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:				
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
	Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A				

Total number of other employees paid over \$50,000 ▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
N/A		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	16,061,395
b	Average of monthly cash balances	1b	2,970
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	16,064,365
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	16,064,365
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	240,965
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,823,400
6	Minimum investment return. Enter 5% of line 5	6	791,170

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	791,170
2a	Tax on investment income for 2011 from Part VI, line 5	2a	14,225
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	14,225
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	776,945
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	776,945
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	776,945

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	731,311
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	731,311
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	731,311

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				776,945
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006 919,101				
b From 2007 1,000,970				
c From 2008 1,056,481				
d From 2009 790,370				
e From 2010 788,438				
f Total of lines 3a through e	4,555,360			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 731,311				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)	731,311			
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	776,945			776,945
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	4,509,726			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	142,156			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	4,367,570			
10 Analysis of line 9:				
a Excess from 2007 1,000,970				
b Excess from 2008 1,056,481				
c Excess from 2009 790,370				
d Excess from 2010 788,438				
e Excess from 2011 731,311				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed:

SEE ATTACHED SCHEDULE

b The form in which applications should be submitted and information and materials they should include:

SEE ATTACHED SCHEDULE

c Any submission deadlines:

SEE ATTACHED SCHEDULE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

SEE ATTACHED SCHEDULE

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Form **990-PF** (2011)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					916
4	Dividends and interest from securities					290,650
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					516,231
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a _____					
	b _____					
	c _____					
	d _____					
	e _____					
12	Subtotal. Add columns (b), (d), and (e)		0		0	807,797
13	Total. Add line 12, columns (b), (d), and (e)				13	807,797

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		


[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☐ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

 15/14/2012 SECRETARY AND TREASURER

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☒ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011**Name of the organization**

SHERWIN-WILLIAMS FOUNDATION

Employer identification number

34-6555476

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization SHERWIN-WILLIAMS FOUNDATION	Employer identification number 34-6555476
------------------------------------------------------------	-----------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE SHERWIN-WILLIAMS COMPANY 101 PROSPECT AVE, NW CLEVELAND, OH 44115	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

The Sherwin-Williams Foundation
Return of Private Foundation, Form 990-PF
December 31, 2011
EIN: 34-6555476

Part I, Line 18 - Taxes

State of Ohio - Filing Fees	200
Taxes on Net Investment Income	
- 2010 Return Payment	-
- 2011 Estimated Payments	-
Total	<u>200</u>

Part I, Line 23 - Other Expenses

Custodial / Administrative Fees	96,564
Total	<u>96,564</u>

Note: The Custodial / Admin. Fees constitute investment expense.

The Sherwin-Williams Foundation
Form 990-PF, Part II, Line 2
Savings & Temporary Cash Investments
December 31, 2011
EIN: 34-6555478

Description	Beginning of year Book Value	End of year Book Value	End of year Fair Market Value
Cash Equivalents		682,835 54	682,835 54
HCC Prv Equity Offshore FD VI	398,797 78	371,334 79	408,054 63
HCC Total Return Offshore Fund	1,004,426 02	1,004,426 02	914,733 75
HCC Absolute Return Offshore Fund	542,126 15	542,126 15	516,402 91
HCC Prv Equity Offshore FD VII LP	291,481 39	-	-
HCC Prv Equity Offshore FD VIII LP	-	78,677 89	73,715 12
Hirtle Callaghan Private Eq Offshore Fund VI LTD	-	414,691 01	451,952 34
Shore Bank Certificate of Deposit	117,944 14		
Blackrock Liquidity Temp Fund #24	241,528 03		
Total	2,598,303.51	3,094,081.40	3,047,694.28

The Sherwin-Williams Foundation
 Form 990-PF, Part II, Line 10(a)
 Investments - U.S. and State Government Obligations
 December 31, 2011
 EIN: 34-6555478

Description	Beginning of year Book Value	End of year Book Value	End of year Fair Market Value
	-	-	-
Total	-	-	-

The Sherwin-Williams Foundation
Form 990-PF, Part II, Line 10(b)
Investments - Corporate Stock
December 31, 2011
EIN: 34-8555478

Description	Beginning of year Book Value	End of year Book Value	End of year Fair Market Value
Hirtle Callaghan Tr Int'l Equity FD	2,879,470 48	3,212,232 83	2,987,045 07
Hirtle Callaghan TR SSGA Emerg Mkts	668,682 54	881,664 94	815,957 69
Hirtle Callaghan REIT	467,014 05	351,238 63	320,821 48
Hirtle Callaghan Sm Cap Equity Portfolio	322,480 69	301,399 19	300,408 16
Hirtle Callaghan Tr Value Equity Portfolio	1,717,500 58	1,729,132 64	1,675,318 08
Hirtle Callaghan Tr Growth Equity Portfolio	1,880,292 86	1,634,638 49	1,814,931 58
Hirtle Callaghan Corp Fixed	493,825 30	481,075 71	497,085 10
Hirtle Callaghan Gov Fixed	651,798 57	560,743 75	582,604 81
Hirtle Callaghan ABS Fixed	616,077 00	547,895 94	557,988 98
Hirtle Callaghan Commodities	269,884 43	579,316 67	533,773 09
Total	9,967,026.50	10,279,338.79	10,085,932.04

The Sherwin-Williams Foundation
Form 990-PF, Part II, Line 10(c)
Investments - Corporate Bonds
December 31, 2011
EIN: 34-6555476

Description	Beginning of year Book Value	End of year Book Value	End of year Fair Market Value
Hirtle Callaghan Fixed Inc Portfolio	109,011 69	-	-
Hirtle Callaghan High Yield Bond	973,291 17	942,477 88	955,571 30
Hirtle Callaghan Fixed Inc Fund II	-	-	-
Hirtle Callaghan Fixed Inc Secs FD	1,332,178 78	889,592 27	1,008,532 13
Total	2,414,481.64	1,832,070.15	1,964,103.43

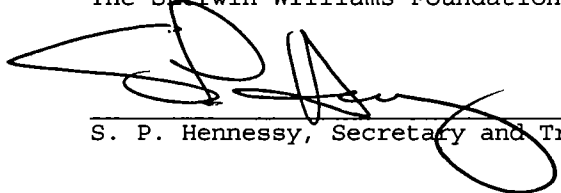
THE SHERWIN-WILLIAMS FOUNDATION
FORM 990-PF, PART IV
CAPITAL GAINS AND LOSSES
December 31, 2011

(a)	(b)	(c)	(d)	(e)	(g)	(h) & (i)
Description	How Acquired P = Purchase D = Donation	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Gain or (Loss)
Hirtle Callaghan Lge Cap Val FD	P	Various	12/31/11	270,000 00	286,008 87	(16,008 87)
Hirtle Callaghan LC Grth FD	P	Various	12/31/11	395,000 00	352,799 29	42,200 71
Hirtle Callaghan FI FD	P	Various	12/31/11	114,510 63	109,040 15	5,470 48
HC Capital Trust - The US Mort	P	Various	12/31/11	90,000 00	87,218 43	2,781 57
Hirtle Callaghan HY FD	P	Various	12/31/11	315,000 00	341,335 40	(26,335 40)
HC Capital Trust - The US Corp	P	Various	12/31/11	35,000 00	33,782 71	1,217 29
Vanguard Inflation Protected	P	Various	12/31/11	565,000 00	495,307 46	69,692 54
Hirtle Callaghan Intl Equity FD	P	Various	12/31/11	110,000 00	99,926 82	10,073 18
Hirtle Callaghan Small Cap Fund	P	Various	12/31/11	51,000 00	52,179 78	(1,179 78)
Hirtle Callaghan REIT	P	Various	12/31/11	366,463 20	251,605 94	114,857 26
HC Capital Trust - The US Govt	P	Various	12/31/11	115,000 00	110,250 67	4,749 33
Sub-Total of Property Sold				2,426,973 83	2,219,455 52	207,518 31
Capital Gain Distributions via Mutual Funds						308,713 00
Total Capital Gain Net Income or (Net Capital Loss)						<u>516,231 31</u>

The Sherwin-Williams Foundation
Form 990-PF, Part XIII, Line 4(c)
Election Under Code Section 4942 (h) (2)
December 31, 2011
EIN: 34-6555476

Under the provisions of Code Section 4942 (h) (2) and in accordance with Reg. 53.4942 (a) - 3 (d) (2), The Sherwin-Williams Foundation hereby elects to treat the qualifying distributions made within the calendar year ended December 31, 2011, which are not treated as made out of the undistributed income of the preceding taxable year, as being made out of corpus.

The Sherwin-Williams Foundation



S. P. Hennessy, Secretary and Treasurer

The Sherwin-Williams Foundation
Return of Private Foundation, Form 990-PF

Statement of The Nature of Business

December 31, 2011

EIN: 34-6555476

The Sherwin-Williams Foundation was formed as a non-profit charitable corporation under the Ohio Non-Profit Corporation Law (Ohio Revised Code, Title XVII, Chapter 1702) on August 26, 1964, on which date the Article of Incorporation was duly filed in the Office of Secretary of State of Ohio and recorded on Roll B371 at Frame 1040 of the Records of Incorporations and Miscellaneous Filings of said office.

The purpose for which the corporation was formed are set forth in Article THIRD of the Articles of Incorporation of The Sherwin-Williams Foundation.

"THIRD: The Corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children and animals, including for such purposes, the making of contributions or gifts to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), but in the case of contributions or gifts to a trust, check, fund, or foundation, only if such contributions or gifts are to be used within the United States or any of its possessions exclusively for such purposes".

Pursuant to Article THIRD of the Article of Incorporation, The Sherwin-Williams Foundation during the period covered by the return received contributions, and made distributions to qualified educational and charitable organizations.

The Sherwin-Williams Foundation

Form 990-PF, Part XV, Line 2

Supplementary Information

December 31, 2011

EIN: 34-6555476

Line 2a, The name, address and telephone number of the person to whom applications should be addressed:

Maria Haller
The Sherwin-Williams Company
101 Prospect Avenue, N.W.
Cleveland, Ohio 44115
(216) 566-2000

Line 2b, The form in which applications should be submitted and information and materials they should include: '

- Description of the structure, purpose and history of the organization
- List of officers and directors
- Detailed description of current programs and activities
- Amount of funding requested with an explanation of why funds are needed and how they will be used
- For a specific project, description of project, including community needs to be addressed, program objectives, activities to be undertaken, timetable, fully defined project budget and sources of financial support committed and pending
- Current operating budget including income sources and expenditures
- Most recent audited financial statement
- Current list of corporate and foundation donors and level of support
- Latest annual report
- Copy of IRS letter certifying 501(c)(3) tax-exempt status

Line 2c, Any submission deadlines:

Requests are accepted throughout the year.

Line 2d, Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions or other factors:

Contributions restricted to organizations in the area of company headquarters and major manufacturing facilities.

The Sherwin-Williams Foundation

Return of Private Foundation, Form 990-PF

Part VIII - List of Officers, Foundation Managers

December 31, 2011

EIN: 34-6555476

<u>Name</u>	<u>Title</u>	<u>Address Where Officers/ Managers May Be Contacted</u>
C. M. Connor	President and Trustee	12th Floor Midland Bldg. 101 Prospect Avenue, N.W. Cleveland, Ohio 44115
J. G. Morikis	Vice President and Trustee	12th Floor Midland Bldg. 101 Prospect Avenue, N.W. Cleveland, Ohio 44115
S. P. Hennessy	Secretary, Treasurer and Trustee	12th Floor Midland Bldg. 101 Prospect Avenue, N.W. Cleveland, Ohio 44115
T. E. Hopkins	Assistant Secretary and Trustee	12th Floor Midland Bldg. 101 Prospect Avenue, N.W. Cleveland, Ohio 44115
C. E. Carpenter	Trustee	12th Floor Midland Bldg. 101 Prospect Avenue, N.W. Cleveland, Ohio 44115
R. J. Wells	Trustee	12th Floor Midland Bldg. 101 Prospect Avenue, N.W. Cleveland, Ohio 44115

THE SHERWIN-WILLIAMS FOUNDATION
FORM 990-PF, PART XV, LINE 3(B)
CHARITABLE CONTRIBUTIONS
DECEMBER 31, 2011
EIN 34-6555476

CLASSIFICATION	AMOUNT APPROVED DURING 2009 FOR FUTURE PAYMENT	EXPLANATION
<u>ARTS & CULTURE</u>		
Musical Art Association, The Cleveland Orchestra	15,000	Payable in 2012
<u>CIVIC & OTHER:</u>		
Playhouse Square Foundation (The Power of Three)	40,000	Payable over 4 years
<u>EDUCATION</u>		
<u>HEALTH & HUMAN SERVICES:</u>		
Berea Children's Home and Family Services	5,000	Payable in 2012
MedWish International	50,000	Payable in 2012
Cleveland Sight Center	6,000	Payable over 2 years
Vocational Guidance Services	6,000	Payable over 2 years
<u>UNITED WAY</u>		
United Way of Greater Cleveland	199,000	Payable in 2012
Contributions Approved in 2011 for Future Payment	321,000	

THE SHERWIN-WILLIAMS COMPANY & SUBSIDIARIES
AND
SHERWIN-WILLIAMS FOUNDATION
CHARITABLE CONTRIBUTIONS
FOR THE YEAR ENDING DECEMBER 31, 2011

RECIPIENT	2011 PAYMENTS
-----------	------------------

EDUCATION

SHERWIN-WILLIAMS FOUNDATION

BALDWIN-WALLACE COLLEGE	5,000
CALIFORNIA POLYTECHNIC STATE UNIV FOUND., SAN LUIS, CA	5,000
CLEVELAND BOARD OF EDUCATION/CLEVELAND METROPOLITAN SCHOOL DISTRICT	4,000
CLEVELAND SCHOLARSHIP PROGRAMS, INC. - S-W SCHOLARSHIP, CLEVELAND, OH	24,000
CUYAHOGA COMMUNITY COLLEGE FOUNDATION	5,000
JUNIOR ACHIEVEMENT OF GREATER CLEVELAND, INC , CLEVELAND, OH	7,000
MATCHING GIFT PLAN	104,307
OHIO FOUNDATION OF INDEPENDENT COLLEGES, COLUMBUS, OH	5,000
OLD STONE EDUCATION CENTER	2,000

SHERWIN-WILLIAMS FOUNDATION	161,307
-----------------------------	---------

TOTAL, EDUCATION	<u>161,307</u>
------------------	----------------

THE SHERWIN-WILLIAMS COMPANY & SUBSIDIARIES
AND
SHERWIN-WILLIAMS FOUNDATION
CHARITABLE CONTRIBUTIONS
FOR THE YEAR ENDING DECEMBER 31, 2011

RECIPIENT	2011 PAYMENTS
<u>UNITED WAY</u>	
SHERWIN-WILLIAMS FOUNDATION	
UNITED WAY OF THE PLAINS - WICHITA, KS	2,600
UNITED WAY OF EFFINGHAM COUNTY - IL	2,100
UNITED WAY OF THE BLUEGRASS, LEXINGTON, KY	3,300
UNITED WAY OF GREATER CLEVELAND, CLEVELAND, OH	197,000
UNITED WAY OF GREATER GREENSBORO, GREENSBORO, NC	1,900
UNITED WAY OF LEBANON COUNTY, LEBANON, PA	<u>2,750</u>
SHERWIN-WILLIAMS FOUNDATION	209,650
TOTAL, UNITED WAY	<u><u>209,650</u></u>

THE SHERWIN-WILLIAMS COMPANY & SUBSIDIARIES
AND
SHERWIN-WILLIAMS FOUNDATION
CHARITABLE CONTRIBUTIONS
FOR THE YEAR ENDING DECEMBER 31, 2011

RECIPIENT	2011 PAYMENTS
-----------	------------------

ARTS AND CULTURE

SHERWIN-WILLIAMS FOUNDATION

CLEVELAND MUSEUM OF ART, CLEVELAND, OH	5,000
CLEVELAND MUSEUM OF ART, CLEVELAND, OH	5,000
CLEVELAND INSTITUTE OF MUSIC	1,000
GETTYSBURG NATIONAL BATTLEFIELD MUSEUM, WASH D.C	6,200
GREAT LAKES MUSEUM OF SCIENCE	2,500
MUSICAL ARTS ASSOCIATION, CLEVELAND, OH	15,000
NATIONAL FOOTBALL MUSEUM, INC	5,000
PLAYHOUSE SQUARE FOUNDATION, CLEVELAND, OH	10,000
PLAYHOUSE SQUARE FOUNDATION, CLEVELAND, OH	<u>5,000</u>

SHERWIN-WILLIAMS FOUNDATION	54,700
------------------------------------	---------------

TOTAL, ARTS AND CULTURE	<u>54,700</u>
--------------------------------	----------------------

THE SHERWIN-WILLIAMS COMPANY & SUBSIDIARIES
AND
SHERWIN-WILLIAMS FOUNDATION
CHARITABLE CONTRIBUTIONS
FOR THE YEAR ENDING DECEMBER 31, 2011

RECIPIENT	2011 PAYMENTS
-----------	------------------

CIVIC AND OTHER

SHERWIN-WILLIAMS FOUNDATION

CLEVELAND BRIDGE BUILDERS DBA CLEVELAND LEADERSHIP CENTER	
CLEVELAND HOUSING NETWORK	
CLEVELAND LEADERSHIP CENTER	7,500
ECONOMIC GROWTH FOUNDATION, CLEVELAND, OH	77,550
ECONOMIC GROWTH FOUNDATION/ CLEVELAND PLUS MARKETING	25,000
FOUNDATION CENTER - CLEVELAND	250
GRANTS FOR VOLUNTEERS	6,000
MATCHING GIFTS FOR VOLUNTEER LEADERS	15,058

SHERWIN-WILLIAMS FOUNDATION	131,358
-----------------------------	---------

TOTAL, CIVIC AND OTHER	<u>131,358</u>
------------------------	----------------

THE SHERWIN-WILLIAMS COMPANY & SUBSIDIARIES
AND
SHERWIN-WILLIAMS FOUNDATION

CHARITABLE CONTRIBUTIONS
FOR THE YEAR ENDING DECEMBER 31, 2011

RECIPIENT	2011 PAYMENTS
-----------	------------------

HEALTH AND HUMAN SERVICES

SHERWIN-WILLIAMS FOUNDATION

AMERICAN RED CROSS - CLEVELAND CHAPTER, CLEVELAND, OH	5,000
BEREA CHILDRENS HOME	5,000
CLEVELAND CLINIC FOUNDATION, CLEVELAND, OH	25,000
CLEVELAND HEARING AND SPEECH	3,000
CLEVELAND KIDS IN NEED RESOURCE CENTER	124
CLEVELAND SIGHT CENTER	4,000
COGSWELL HALL, INC	1,500
DOMESTIC VIOLENCE CENTER, CLEVELAND, OH	2,000
FIELDSTONE FARM THERAPEUTIC RIDING CTR, CHAGRIN FALLS, OH	890
INTERFAITH HOSPITALITY NETWORK OF GREATER CLEVELAND	890
INTERRELIGIOUS PARTNERS IN ACTION, CLEVELAND, OH	1,000
YOUTH INTERVENTION SERVICES INC	50,000
METROHEALTH FOUNDATION, INC	5,000
PLAN INTERNATIONAL USA, WARWICK, RI	288
PLAN USA	72
PROVIDENCE HOUSE, INC , CLEVELAND, OH	10,000
RISING STAR LEARNING CENTER	2,975
RONALD MCDONALD HOUSE	10,000
SAINT AUGUSTINE'S CHURCH/HUNGER CENTER, CLEVELAND, OH	612
SAINT AUGUSTINE'S CHURCH/HUNGER CENTER, CLEVELAND, OH	850
SALVATION ARMY, CLEVELAND, OH	1,500
SALVATION ARMY, CLEVELAND, OH	1,200
SUICIDE PREVENTION EDUCATION ALLIANCE	1,000
THE CITY MISSION	2,000
THE CITY MISSION	1,200
THE GATHERING PLACE	750
TRANSITIONAL HOUSING , INC	850
UNITED HEARTS LIFE MISSION CENTERS	1,200
UNIVERSITY HOSPITALS HEALTH SYSTEM, INC., CLEVELAND, OH	25,000
USO OF NORTHERN OHIO	995
VOCATIONAL GUIDANCE SERVICES, CLEVELAND, OH	4,000
WEST SIDE ECUMENICAL MINISTRY/HUNGER FUND, CLEVELAND, OH	1,200
WEST SIDE CATHOLIC CENTER, CLEVELAND, OH	1,000
YOUTH CHALLENGE, CLEVELAND, OH	3,000
YOUTH CHALLENGE, CLEVELAND, OH	1,200

SHERWIN-WILLIAMS FOUNDATION	174,296
------------------------------------	----------------

TOTAL, HEALTH AND HUMAN SERVICES	<u>174,296</u>
-----------------------------------------	-----------------------

TOTAL, CHARITABLE CONTRIBUTIONS MADE BY THE SHERWIN-WILLIAMS FOUNDATION	<u>731,311</u>
------------------------------------------------------------------------------------	-----------------------