

PPG INDUSTRIES INC  
Form 4  
February 16, 2010

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
**RIPP ROBERT**

(Last) (First) (Middle)

920 ORCHID POINT WAY

(Street)

VERO BEACH, FL 32963

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**PPG INDUSTRIES INC [PPG]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/14/2010**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Underlying Securities (Instr. 3 and 4)
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Derivative Security	Code	V	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			(A)	(D)				
Restricted Stock Units							Common Stock	875
	(1)			02/14/2010				
Phantom Stock Units							Common Stock	875
	(2)			02/14/2010				

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RIPP ROBERT 920 ORCHID POINT WAY VERO BEACH, FL 32963			X	

## Signatures

Denise R. Cade, Attorney-in-Fact for Robert Ripp 02/16/2010

\*\*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).
- Upon the vesting of restricted stock units on February 14, 2010, which were granted to the reporting person on February 14, 2007, the reporting person deferred the receipt of 875 shares of common stock and received instead 875 shares of phantom stock pursuant to the PPG Industries, Inc. Deferred Compensation Plan for Directors. As a result, the reporting person is reporting the conversion of restricted stock units relating to 875 shares of common stock in exchange for an equal number of shares in phantom stock.
- (1) The security converts to common stock on a one-for-one basis.
  - (2) After termination of service as a Director of PPG Industries, Inc.
  - (4) Total of all phantom stock units held by the reporting person in the PPG Industries, Inc. Deferred Compensation Plan for Directors.
- 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.
- nter"> Common Stock 400 (2) 400 D Restricted Stock Unit \$ 005/01/2015 A 1,171 (5) 05/01/201605/01/2022 Common Stock 1,171 (2) 1,171 D Stock Option \$ 129.8105/01/2015 A 3,542 (6) 05/01/201605/01/2022 Common Stock 3,542 \$ 129.81 3,542 D Performance Restricted Stock Unit \$ 003/30/2015 AV 3,600 (7) 01/30/201803/30/2022 Common Stock 3,600 (8) 3,600 D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wallace Bruce SVB FINANCIAL GROUP 3005 TASMAN DRIVE SANTA CLARA, CA 95054			Chief Operating Officer	

## Signatures

Denise West, Attorney-in-Fact for Bruce Wallace	05/05/2015
**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) Previously reported restricted stock units vested on 5/1/2015.
  - (2) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common Stock.
  - (3) Shares withheld by Issuer for payment of tax liability incurred upon vesting of restricted stock units.
  - (4) The 3,811 shares were sold through separate trades, with the sale prices ranging from \$132.95 to \$133.12 and at a weighted average sale price of \$133.0164.
  - (5) Restricted stock units are subject to annual vesting in equal installments on May 1, 2016, May 1, 2017, May 1, 2018, and May 1, 2019.  
The grant of stock options is subject to annual vesting in four equal installments on the anniversary date of the grant, 25% on each of the
  - (6) successive anniversary dates. The exercise price of the stock options is determined based on the closing price of SIVB common stock on the date of grant.  
Performance-based restricted stock units (PRSUs) are subject to both performance-based and time-based vesting. The extent to which the PRSU awards are earned will be based on the Company's performance for calendar years 2015-2017 and other considerations, as
  - (7) determined pursuant to the discretion of the Compensation Committee and the 162m Committee. The reported number of shares is the maximum number of shares that may be earned by the reporting person, based on the achievement of 150% of target performance. To the extent deemed earned at the end of the three-year performance period, these PRSUs will be subject to additional time-based vesting and will vest on January 30, 2018.
  - (8) Each performance-based restricted stock unit represents a contingent right to receive one share of the Issuer's common Stock.

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