

PPG INDUSTRIES INC
Form 4
February 24, 2015

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 *
BOST GLENN E II

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

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

PPG INDUSTRIES, INC., ONE PPG PLACE

02/20/2015

Sr. VP & Gen. Counsel

(Street)

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

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

PITTSBURGH, PA 15272

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 02/20/2015 | | M | V Amount (A) or (D) Price | 14,527 A \$ 89.94 36,365 | D | |
| Common Stock | 02/20/2015 | | S | 5,800 D \$ 232.7166 (1) | 30,565 | D | |
| Common Stock | 02/20/2015 | | S | 6,700 D \$ 233.6368 (2) | 23,865 | D | |
| Common Stock | 02/20/2015 | | S | 7,197 D \$ 234.7164 (3) | 16,668 | D | |

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| | | | | | | | | | |
|--------------|------------|--|---|-----|---|-----------------------|--------------------------|---|----------------------|
| Common Stock | 02/20/2015 | | S | 200 | D | \$ 235.2225 (4) | 16,468 | D | |
| Common Stock | | | | | | | <u>2,867.4276</u> (5) | I | By 401(k) Plan |

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 Derivative Security | 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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (6) | \$ 89.94 | 02/20/2015 | | M | 14,527 | 02/15/2015 02/14/2022 | Common Stock | 14,527 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BOST GLENN E II PPG INDUSTRIES, INC. ONE PPG PLACE PITTSBURGH, PA 15272 | | | Sr. VP & Gen. Counsel | |

Signatures

| | |
|---|------------|
| Greg E. Gordon, Attorney-in-Fact for Glenn E. Bost II | 02/24/2015 |
|---|------------|

__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) This represents the weighted average aggregate price paid for the shares. The shares were sold in multiple transactions at prices ranging from \$232.1750 to \$233.1400 per share, inclusive. The reporting person will provide, upon request of the SEC staff, PPG or a shareholder of PPG, complete information regarding the number of shares sold at each price within the range.

(2) This represents the weighted average aggregate price paid for the shares. The shares were sold in multiple transactions at prices ranging from \$233.1800 to \$234.1500 per share, inclusive. The reporting person will provide, upon request of the SEC staff, PPG or a shareholder of PPG, complete information regarding the number of shares sold at each price within the range.

(3) This represents the weighted average aggregate price paid for the shares. The shares were sold in multiple transactions at prices ranging from \$234.2000 to \$235.1800 per share, inclusive. The reporting person will provide, upon request of the SEC staff, PPG or a shareholder of PPG, complete information regarding the number of shares sold at each price within the range.

(4) This represents the weighted average aggregate price paid for the shares. The shares were sold in multiple transactions at prices ranging from \$235.2050 to \$235.2400 per share, inclusive. The reporting person will provide, upon request of the SEC staff, PPG or a shareholder of PPG, complete information regarding the number of shares sold at each price within the range.

(5) Total amount of shares held for the reporting person in the reporting person's account in the PPG Industries Employee Savings Plan as of February 20, 2015.

(6) Right to buy granted under the PPG Industries, Inc. Amended and Restated Omnibus Incentive Plan.

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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