

PPG INDUSTRIES INC
Form 4
February 19, 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 *
BUNCH CHARLES E

(Last) (First) (Middle)

**PPG INDUSTRIES, INC., ONE
PPG PLACE**

(Street)

PITTSBURGH, PA 15272

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/17/2015

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)
Chairman and CEO

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)
			Code	V	Amount or Price		
Common Stock	02/17/2015		M		70,771 A \$ 89.94	444,949	D
Common Stock	02/17/2015		S		23,100 D \$ 234.3007	421,849	D
Common Stock	02/17/2015		S		10,301 D 235.3722	411,548	D
Common Stock	02/17/2015		S		36,570 D 236.2503	374,978	D

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Common Stock	02/17/2015	S	800	D	\$ 236.8819 (4)	374,178	D	
Common Stock	02/18/2015	M	70,771	A	\$ 89.94	444,949	D	
Common Stock	02/18/2015	S	14,678	D	\$ 233.8645 (5)	430,271	D	
Common Stock	02/18/2015	S	48,293	D	\$ 234.4522 (6)	381,978	D	
Common Stock	02/18/2015	S	7,800	D	\$ 235.2838 (7)	374,178	D	
Common Stock						11,893.6461 (8)	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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(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (9)	\$ 89.94	02/17/2015		M	70,771	02/15/2015	02/14/2022	Common Stock	70,771
Employee Stock Options (9)	\$ 89.94	02/18/2015		M	70,771	02/15/2015	02/14/2022	Common Stock	70,771

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUNCH CHARLES E PPG INDUSTRIES, INC., ONE PPG PLACE PITTSBURGH, PA 15272	X		Chairman and CEO	

Signatures

Greg Gordon, Attorney-in-Fact for Charles E. Bunch
Date: 02/19/2015

**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 \$233.8300 to \$234.8100 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 \$234.8300 to \$235.8200 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 \$235.8500 to \$236.8300 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 \$236.8600 to \$236.9000 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) This represents the weighted average aggregate price paid for the shares. The shares were sold in multiple transactions at prices ranging from \$233.0700 to \$234.0600 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.

(6) This represents the weighted average aggregate price paid for the shares. The shares were sold in multiple transactions at prices ranging from \$234.0700 to \$235.0600 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.

(7) This represents the weighted average aggregate price paid for the shares. The shares were sold in multiple transactions at prices ranging from \$235.0900 to \$235.6800 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.

(8) 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 18, 2015.

(9) 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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