

PPG INDUSTRIES INC

Form 4

February 19, 2014

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
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(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)
02/14/2014

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/14/2014		M	V Amount (A) or (D) Price	70,000 A \$ 61.81	406,893	D
Common Stock	02/14/2014		S	12,000 D \$ 187.7265	394,893	D	
Common Stock	02/14/2014		S	53,263 D \$ 181.6447	341,630	D	
Common Stock	02/14/2014		S	4,737 D \$ 189.3205	336,893	D	

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Common Stock	02/18/2014	M	70,000	A	\$ 61.81	406,893	D	
Common Stock	02/18/2014	S	65,500	D	\$ <u>(4)</u> 186.6016	341,393	D	
Common Stock	02/18/2014	S	3,700	D	\$ <u>(5)</u> 187.8333	337,693	D	
Common Stock	02/18/2014	S	800	D	\$ <u>(6)</u> 188.4675	336,893	D	
Common Stock						11,788.4831 <u>(7)</u>	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Options ⁽⁸⁾	\$ 61.81	02/14/2014		M	70,000	02/17/2013 02/16/2020	Common Stock 70,000
Employee Stock Options ⁽⁸⁾	\$ 61.81	02/18/2014		M	70,000	02/17/2013 02/16/2020	Common Stock 70,000

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

02/19/2014

__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 \$187.1850 to \$188.1850 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 \$188.1900 to \$189.1900 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 \$189.2000 to \$189.4800 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 \$186.2400 to \$187.2400 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) This represents the weighted average aggregate price paid for the shares. The shares were sold in multiple transactions at prices ranging from \$187.4500 to \$188.4000 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 \$188.4600 to \$188.4900 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) 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, 2014.

(8) Right to buy granted under the PPG Industries, Inc. 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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