

PPG INDUSTRIES INC
Form 4
August 08, 2016

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 *
KNAVISH TIMOTHY M

(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)
08/04/2016

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)

Sr. VP, Automotive Coatings

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) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-------------------|---|----------------|
| | | | Code | V | Amount or Price | | | | | |
| Common Stock | 08/04/2016 | | M | | 1,600 (1) | A | \$ 54.03 (1) | 11,806 | D | |
| Common Stock | 08/04/2016 | | M | | 7,700 (1) | A | \$ 65.755 (1) | 19,506 | D | |
| Common Stock | 08/04/2016 | | S | | 9,300 (2) | D | \$ 104.0786 (2) | 10,206 | D | |
| Common Stock | | | | | | | | 4,550.2264 (3) | 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Options ⁽⁴⁾ | \$ 54.03 ₍₁₎ | 08/04/2016 | | M | 1,600 ₍₁₎ | 08/01/2015 07/31/2022 | Common Stock | 1,600 ₍₁₎ |
| Employee Stock Options ⁽⁴⁾ | \$ 65.755 ₍₁₎ | 08/04/2016 | | M | 7,700 ₍₁₎ | 02/20/2016 02/19/2023 | Common Stock | 7,700 ₍₁₎ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KNAVISH TIMOTHY M PPG INDUSTRIES, INC. ONE PPG PLACE PITTSBURGH, PA 15272 | | | Sr. VP, Automotive Coatings | |

Signatures

/s/ Greg E. Gordon, Attorney-in-Fact for Timothy M. Knavish

08/08/2016

**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 reflects the Company's two-for-one stock split of its common stock on June 12, 2015, effected in the form of a 100% stock dividend.
- (2) This represents the weighted average aggregate price paid for the shares. The shares were sold in multiple transactions at prices ranging from \$103.9500 to \$104.2000 per share, inclusive. The reporting person will provide, upon request of the SEC staff, PPG or a shareholder

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of PPG, complete information regarding the number of shares sold at each price within the range.

- (3) Total amount of shares held for the reporting person in the reporting person's account in the PPG Industries Employee Savings Plan as of August 4, 2016.
- (4) 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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