PPG INDUSTRIES INC

Form 4

February 21, 2014

FORM 4

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

OMB 3235-0287 Number:

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

See Instruction

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

burden hours per response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * NAVIKAS DAVID B

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

PPG INDUSTRIES INC [PPG]

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

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

PPG INDUSTRIES, INC., ONE PPG 02/19/2014 **PLACE**

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

Sr. VP Strat Plan & Corp Dev 6. Individual or Joint/Group Filing(Check

Applicable Line)

X 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 ction(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount		Price	(Instr. 3 and 4)		
Common Stock	02/19/2014		A <u>(1)</u>	1,375	A	\$ 0 (1)	17,175	D	
Common Stock	02/19/2014		A <u>(1)</u>	2,931	A	\$ 0 (1)	20,106	D	
Common Stock	02/19/2014		A(2)	2,250	A	\$ 0 (2)	22,356	D	
Common Stock	02/19/2014		A(2)	4,794	A	\$ 0 (2)	27,150	D	
Common Stock	02/19/2014		F	4,456	D	\$ 187.06	22,694	D	

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Common Stock $510.3395 \frac{(3)}{2} \quad I \qquad \qquad \frac{\text{By } 401(\text{k})}{\text{Plan}}$

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date		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 (4)	\$ 187.06	02/19/2014		A	13,514	02/19/2017	02/18/2024	Common Stock	13,514

Reporting Owners

Relationships						
Director	10% Owner	Officer	Other			
		Sr. VP				
		Strat Plan				
		& Corp				
		Dev				
	Director		Director 10% Owner Officer Sr. VP Strat Plan & Corp			

Signatures

Greg E. Gordon, Attorney-in-Fact for David B.
Navikas

02/21/2014

**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) Settlement of 2011 total shareholder return contingent shares award.
- (2) Settlement of 2011 restricted stock unit performance award.

(3)

Reporting Owners 2

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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 19, 2014.

(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. 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.