

PPG INDUSTRIES INC
Form 4
September 10, 2010

FORM 4

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

OMB APPROVAL

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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 *
HOLT VICTORIA 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)
09/08/2010

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, Glass & Fiber Glass

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	(D)	Price
Common Stock	09/08/2010		M		15,000	A	\$ 58.8
Common Stock	09/08/2010		M		5,100	A	\$ 68
Common Stock	09/08/2010		M		13,600	A	\$ 59.63
Common Stock	09/08/2010		M		13,600	A	\$ 68.61
Common Stock	09/08/2010		S		47,300	D	\$ 68.7526
							<u>(1)</u>

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Common Stock 1,242.4414 (2) 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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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 Option (3)	\$ 58.8	09/08/2010		M	15,000	02/18/2007 02/17/2014	Common Stock 15,000
Employee Stock Option (3)	\$ 68	09/08/2010		M	5,100	05/02/2008 05/01/2015	Common Stock 5,100
Employee Stock Option (3)	\$ 59.63	09/08/2010		M	13,600	02/15/2009 02/14/2016	Common Stock 13,600
Employee Stock Option (4)	\$ 68.61	09/08/2010		M	13,600	02/14/2010 02/13/2017	Common Stock 13,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOLT VICTORIA M PPG INDUSTRIES, INC., ONE PPG PLACE PITTSBURGH, PA 15272			Sr. VP, Glass & Fiber Glass	

Signatures

Greg E. Gordon, Attorney-in-Fact for Victoria
M. Holt

09/10/2010

__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).

This represents the weighted average aggregate price paid for the shares. The shares were sold in multiple transactions at prices ranging

- (1) from \$68.28 to \$69.26 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) Total amount of shares held for the reporting person in the reporting person's account in the PPG Industries Employee Savings Plan as of September 8, 2010.
- (3) Right to buy granted under the PPG Industries, Inc. Stock Plan.
- (4) 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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