

RPM INTERNATIONAL INC/DE/
Form 3
October 17, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Kastner Janeen B.

(Last) (First) (Middle)

2628 PEARL ROAD,Â P.O.
BOX 777

(Street)

MEDINA,Â OHÂ 44258

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/09/2014

3. Issuer Name **and** Ticker or Trading Symbol

RPM INTERNATIONAL INC/DE/ [RPM]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

VP Corp. Benefits/Risk Mgmt.

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock, \$0.01 par value

54,857 ⁽¹⁾

D

Â

Common Stock, \$0.01 par value

889 ⁽²⁾

I

By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of

5. Ownership
Form of
Derivative

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Appreciation Rights	10/05/2015	Common Stock	5,000	\$ 17.65	D	
Stock Appreciation Rights	07/21/2024	Common Stock	30,000	\$ 44.6	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kastner Janeen B. 2628 PEARL ROAD P.O. BOX 777 MEDINA, OH 44258			VP Corp. Benefits/Risk Mgmt.	

Signatures

/s/ Gregory S. Harvey as
attorney-in-fact for Janeen B. Kastner
under Power of Attorney

10/17/2014

Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Includes an aggregate of 14,450 shares of Common Stock issued pursuant to the 2007 RPM International Inc. Restricted Stock Plan, and
(1) 22,200 shares of Common Stock, issued as Performance Earned Restricted Stock, pursuant to the RPM International Inc. 2004 Omnibus Equity and Incentive Plan.

(2) Approximate number of shares held as of October 9, 2014 in the account of reporting person by Wachovia Bank, N.A., as Trustee of the RPM International Inc. 401(k) Trust and Plan, as amended.

(3) The Stock Appreciation Rights vest in four equal installments, beginning on October 5, 2006.

(4) The Stock Appreciation Rights vest in four equal installments, beginning on July 21, 2015.

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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