

HERNANDEZ WILLIAM H
Form 4
March 20, 2006

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 *
HERNANDEZ WILLIAM H

(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)

03/17/2006

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)

Senior Vice President, Finance

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 03/17/2006 | | M | | 2,832 | A | \$ 55.49 |
| | | | | | | | 64,500.4581 (1) |
| Common Stock | 03/17/2006 | | F | | 2,674 | D | \$ 63.32 |
| | | | | | | | 61,826.4581 (1) |
| Common Stock | 03/17/2006 | | M | | 23,701 | A | \$ 58.95 |
| | | | | | | | 85,527.4581 (1) |
| Common Stock | 03/17/2006 | | F | | 22,960 | D | \$ 63.32 |
| | | | | | | | 62,567.4581 (1) |
| Common Stock | 03/17/2006 | | M | | 15,891 | A | \$ 58.95 |
| | | | | | | | 78,458.4581 (1) |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|--------------------|---|
| Common Stock | 03/17/2006 | F | 15,394 | D | \$ 63.32 | 63,064.4581 (1) | D |
| Common Stock | 03/17/2006 | M | 9,371 | A | \$ 59.12 | 72,435.4581 (1) | D |
| Common Stock | 03/17/2006 | F | 9,090 | D | \$ 63.32 | 63,345.4581 (1) | D |
| Common Stock | 03/17/2006 | M | 7,077 | A | \$ 59.12 | 70,422.4581 (1) | D |
| Common Stock | 03/17/2006 | F | 6,865 | D | \$ 63.32 | 63,557.4581 (1) | D |

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

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

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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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Employee Stock Option ⁽²⁾ | \$ 55.49 | 03/17/2006 | | M | 2,832 | 02/20/2003 02/19/2012 | Common Stock 2 |
| Employee Stock Option ⁽²⁾ | \$ 63.32 | 03/17/2006 | | A | 2,674 | 09/17/2006 02/19/2012 | Common Stock 2 |
| Employee Stock Option ⁽²⁾ | \$ 58.95 | 03/17/2006 | | M | 23,701 | 02/17/2000 02/16/2009 | Common Stock 23 |
| Employee Stock Option ⁽²⁾ | \$ 63.32 | 03/17/2006 | | A | 22,960 | 09/17/2006 02/16/2009 | Common Stock 22 |
| Employee Stock Option ⁽²⁾ | \$ 58.95 | 03/17/2006 | | M | 15,891 | 02/14/2002 02/13/2011 | Common Stock 15 |
| Employee Stock Option ⁽²⁾ | \$ 63.32 | 03/17/2006 | | A | 15,394 | 09/17/2006 02/13/2011 | Common Stock 15 |

| Stock Option ⁽²⁾ | | | | | | | | Stock |
|--------------------------------------|----------|------------|---|-------|-------|------------|------------|--------------|
| Employee Stock Option ⁽²⁾ | \$ 59.12 | 03/17/2006 | M | | 9,371 | 02/14/2002 | 02/13/2011 | Common Stock |
| Employee Stock Option ⁽²⁾ | \$ 63.32 | 03/17/2006 | A | 9,090 | | 09/17/2006 | 02/13/2011 | Common Stock |
| Employee Stock Option ⁽²⁾ | \$ 59.12 | 03/17/2006 | M | | 7,077 | 02/20/2003 | 02/19/2012 | Common Stock |
| Employee Stock Option ⁽²⁾ | \$ 63.32 | 03/17/2006 | A | 6,865 | | 09/17/2006 | 02/19/2012 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HERNANDEZ WILLIAM H PPG INDUSTRIES, INC., ONE PPG PLACE PITTSBURGH, PA 15272 | | | Senior Vice President, Finance | |

Signatures

Keith L. Belknap, Jr., Attorney-in-Fact for William H. Hernandez
 03/20/2006
 **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) Includes 5,926.457833 shares of PPG common stock held in the reporting person's account in the PPG Industries Employee Savings Plan as of March 17, 2006.
- (2) Right to buy granted under the PPG Industries, Inc. Stock 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.