

HERNANDEZ WILLIAM H

Form 4

February 02, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(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)
01/31/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Senior Vice President, Finance

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	01/31/2005		M	V Amount (A) or (D) Price 4,984 A \$ 52.125	53,386.8186 (1)	D	
Common Stock	01/31/2005		F	4,483 D \$ 68.78	48,903.8186 (1)	D	
Common Stock	01/31/2005		M	40,000 A \$ 52.813	88,903.8186 (1)	D	
Common Stock	01/31/2005		F	35,785 D \$ 68.78	53,118.8186 (1)	D	
Common Stock	01/31/2005		M	6,761 A \$ 55.125	59,879.8186 (1)	D	

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Common Stock 01/31/2005 F 6,151 D \$ 68.78 53,728.8186⁽¹⁾ D

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 Security (Instr. 3 and 4)	8. Amount or Value of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Value of Underlying Security
Employee Stock Option ⁽²⁾	\$ 52.125	01/31/2005		M	4,984	02/17/2000 02/16/2009	Common Stock	4,984
Employee Stock Option ⁽²⁾	\$ 68.78	01/31/2005		A	4,483	07/31/2005 02/16/2009	Common Stock	4,483
Employee Stock Option ⁽²⁾	\$ 52.813	01/31/2005		M	40,000	02/16/2001 02/15/2010	Common Stock	40,000
Employee Stock Option ⁽²⁾	\$ 68.78	01/31/2005		A	35,785	07/31/2005 02/15/2010	Common Stock	35,785
Employee Stock Option ⁽²⁾	\$ 55.125	01/31/2005		M	6,761	02/19/1998 02/18/2007	Common Stock	6,761
Employee Stock Option ⁽²⁾	\$ 68.78	01/31/2005		A	6,151	07/31/2005 02/18/2007	Common Stock	6,151
Phantom Stock Units	<u>(3)</u>	01/31/2005		A	12.969	<u>(4)</u> <u>(5)</u>	Common Stock	12.969

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

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Director 10% Owner Officer

Other

HERNANDEZ WILLIAM H
PPG INDUSTRIES, INC.,
ONE PPG PLACE
PITTSBURGH, PA 15272

Senior Vice President, Finance

Signatures

J. C. Clifton, Attorney-in-Fact for William H.
Hernandez

02/02/2005

__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 5,536.818552 shares of PPG common stock held in the reporting person's account in the PPG Industries Employee Savings Plan as of January 31, 2005.
- (2) Right to buy granted under the PPG Industries, Inc. Stock Plan.
- (3) The security converts to common stock on a one-for-one basis.
- (4) Immediately
- (5) After termination of employment with PPG.
- (6) Total of all phantom stock units held by the reporting person in the PPG Industries, Inc. Deferred Compensation 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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