Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2014

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
SAINT-GOBAIN CORPORATION 401(K) PLAN FOR SALARIED EMPLOYEES

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/1966

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)
SAINT-GOBAIN CORPORATION

P.O. BOX 860
VALLEY FORGE, PA 19482-0101

750 E. SWEDESFORD ROAD
VALLEY FORGE, PA 19482-0101

2b Employer Identification Number (EIN)
23-2615166

2c Plan Sponsor's telephone number
610-341-7000

2d Business code (see instructions)
327210

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/06/2015	JOHN J. SWEENEY III, TREASURER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/06/2015	JOHN J. SWEENEY III, TREASURER
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address (include room or suite number) (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address ☐ Same as Plan Sponsor

BENEFITS COMMITTEE

P.O. BOX 860
VALLEY FORGE, PA 19482-0101

3b Administrator's EIN: 23-2615166

3c Administrator's telephone number: 610-341-7000

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	9446
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	7347
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	6725
b	Retired or separated participants receiving benefits	**6b**	127
c	Other retired or separated participants entitled to future benefits	**6c**	1985
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	8837
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	11
f	Total. Add lines **6d** and **6e**.	**6f**	8848
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	6969
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	227
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2J 2K 2R 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	☒	**R** (Retirement Plan Information)
(2)	☐	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	☐	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	☒	**H** (Financial Information)
(2)	☐	**I** (Financial Information – Small Plan)
(3)	☐	**A** (Insurance Information)
(4)	☒	**C** (Service Provider Information)
(5)	☒	**D** (DFE/Participating Plan Information)
(6)	☐	**G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) .....…… ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ……..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2014 Form M-1 annual report. If the plan was not required to file the 2014 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2014** **This Form is Open to Public Inspection.**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan
SAINT-GOBAIN CORPORATION 401(K) PLAN FOR SALARIED EMPLOYEES

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
SAINT-GOBAIN CORPORATION

D Employer Identification Number (EIN)
23-2615166

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2014

This Form is Open to Public Inspection.

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan
SAINT-GOBAIN CORPORATION 401(K) PLAN FOR SALARIED EMPLOYEES

B Three-digit plan number (PN) ▶ 002

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
SAINT-GOBAIN CORPORATION

D Employer Identification Number (EIN)
23-2615166

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: INVESTMENT ACCOUNT

b Name of sponsor of entity listed in (a): SAINT-GOBAIN CORP DEFINED CONTRIBUTION MASTER TRUST

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
23-2615166-001	M	1077804067

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2014

This Form is Open to Public Inspection

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan
SAINT-GOBAIN CORPORATION 401(K) PLAN FOR SALARIED EMPLOYEES

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
SAINT-GOBAIN CORPORATION

D Employer Identification Number (EIN)
23-2615166

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		26331
(2) Participant contributions	1b(2)		50612
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	14703902	15737592
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	1039647525	1077804067
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	1054351427	1093618602
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	1054351427	1093618602

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

			(a) Amount	(b) Total
	Income			
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	16687077	
	(B) Participants	2a(1)(B)	41690622	
	(C) Others (including rollovers)	2a(1)(C)	6761065	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		65138764
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	641920	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		641920
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		70005569
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		135786253
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	96096314	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		96096314
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	-33844	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		-33844
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		96062470
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		39723783
l Transfers of assets:			
(1) To this plan	2l(1)		1616355
(2) From this plan	2l(2)		2072963

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PLANTE & MORAN, PLLC **(2)** EIN: 38-1357951

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		20000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)
SAINT-GOBAIN CORPORATION 401K PLAN FOR HOURLY EMPLOYEES	23-2615166	003

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ..... ☐ Yes ☐ No ☐ Not determined

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2014

This Form is Open to Public Inspection.

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan
SAINT-GOBAIN CORPORATION 401(K) PLAN FOR SALARIED EMPLOYEES

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
SAINT-GOBAIN CORPORATION

D Employer Identification Number (EIN)
23-2615166

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3** 579

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Saint-Gobain Corporation
401(k) Plan for Salaried Employees

Financial Statements
December 31, 2014 and 2013

Supplemental Schedule as of December 31, 2014

Saint-Gobain Corporation 401(k) Plan for Salaried Employees
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Notes to Financial Statements	5
Schedule of Assets Held at End of Year	Schedule 1

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plantemoran.com

Independent Auditor's Report

To the Participants and Administrator
Saint-Gobain Corporation
401(k) Plan for Salaried Employees

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Saint-Gobain Corporation 401(k) Plan for Salaried Employees (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2014 and 2013 and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 9, which was certified by Fidelity Management Trust Company (the "Trustee"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Trustee holds the Plan's investment assets and participant notes receivable and executes related transactions. The plan administrator has obtained certifications from the Trustee as of and for the years ended December 31, 2014 and 2013 that the information provided to the plan administrator by the Trustee is complete and accurate.

Praxity MEMBER GLOBAL ALLIANCE OF INDEPENDENT FIRMS

To the Participants and Administrator
Saint-Gobain Corporation
401(k) Plan for Salaried Employees

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedule of assets held at end of year as of December 31, 2014 is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on the supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Plante & Moran, PLLC

Elgin, Illinois
September 25, 2015

Saint-Gobain Corporation 401(k) Plan for Salaried Employees
Statements of Net Assets Available for Benefits
December 31, 2014 and 2013

	December 31, 2014	December 31, 2013
Assets		
Participant directed investments		
Plan interest in Saint-Gobain Corporation Defined Contribution Plan Master Trust (Note 5)	$ 1,077,804,067	$ 1,039,647,525
Total investments at fair value	1,077,804,067	1,039,647,525
Receivables		
Employer contributions	26,331	-
Participant contributions	50,612	-
Participant notes receivable	15,737,592	14,703,902
Total receivables	15,814,535	14,703,902
Net assets reflecting all investments at fair value	1,093,618,602	1,054,351,427
Adjustment from fair value to contract value for fully benefit-responsive investment contracts held in Saint-Gobain Corporation Defined Contribution Plan Master Trust (Note 2)	(4,011,788)	(4,550,099)
Net Assets Available for Benefits	$ 1,089,606,814	$ 1,049,801,328

The accompanying notes are an integral part of the financial statements.

Saint-Gobain Corporation 401(k) Plan for Salaried Employees
Statements of Changes in Net Assets Available for Benefits
December 31, 2014 and 2013

Years ended December 31,	**2014**	**2013**
Additions		
Investment income		
Plan interest in Saint-Gobain Corporation		
Defined Contribution Plan Master Trust (Note 5)	$ 70,543,880	$ 156,518,479
Interest on participants notes receivables	641,920	610,387
	71,185,800	157,128,866
Contributions		
Employer	16,687,077	15,958,354
Participants	41,690,622	39,461,998
Rollover	6,761,065	4,106,738
	65,138,764	59,527,090
Total additions	136,324,564	216,655,956
Deductions		
Participant benefits	96,096,314	79,434,931
Administrative (income) expenses	(33,844)	152,116
Total deductions	96,062,470	79,587,047
Net increase prior to plan transfers	40,262,094	137,068,909
Plan transfers (Note 3)		
Transfer to plan	1,616,355	2,528,790
Transfer from plan	(2,072,963)	(2,768,152)
Total plan transfers	(456,608)	(239,362)
Net increase	39,805,486	136,829,547
Net assets available for benefits		
Beginning of year	1,049,801,328	912,971,781
End of year	$ 1,089,606,814	$ 1,049,801,328

The accompanying notes are an integral part of the financial statements.

Saint-Gobain Corporation 401(k) Plan for Salaried Employees
Notes to Financial Statements
December 31, 2014 and 2013

1. Description of Plan

The description of the Saint-Gobain Corporation 401(k) Plan for Salaried Employees (the "Plan") in the Notes to the Financial Statements provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan sponsored by Saint-Gobain Corporation ("SGC"), an indirect wholly-owned subsidiary of Compagnie de Saint-Gobain ("CSG") of Paris, France. All eligible salaried employees of SGC and its subsidiaries and certain affiliates of CSG in the United States (the "Company") are covered by the Plan, as defined by the Plan document. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan and the Saint-Gobain Corporation 401(k) Plan for Hourly Employees participate in the Saint-Gobain Corporation Defined Contribution Plan Master Trust (the "Master Trust"). The Trustee is Fidelity Management Trust Company (the "Trustee").

Eligibility

Employees are eligible to join the Plan immediately upon employment with the Company. After six months of service, employees are automatically enrolled in the Plan.

Contributions

Each year, participants may contribute up to 50 percent of eligible compensation, on a pretax or after-tax basis, as defined in the Plan. Participants may also contribute amounts representing distributions from other qualified defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Company match differs by participating companies and/or divisions within companies and is defined in the Plan document. Rollover contributions represent assets transferred in from new participants upon employment with the Company.

Investment Options

Upon enrollment in the Plan, a participant may direct contributions to any of the available investment options.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contribution and (b) Plan earnings or losses, and charged with an allocation of administrative expenses. Allocations are based on participant earnings, losses or account balances, as defined in the Plan document. The benefit to which a participant is entitled is the benefit that is available in the participant's vested account.

1. Description of Plan (continued)

Vesting

Participants are immediately vested in their voluntary contributions and related earnings. Participants are vested in Company contributions in accordance with the following schedule:

Years of Service	Vested Percentage
Less than 1 year	0%
At least 1 year, but less than 2 years	20%
At least 2 years, but less than 3 years	40%
At least 3 years, but less than 4 years	60%
At least 4 years, but less than 5 years	80%
5 or more years	100%

Forfeited Accounts

When certain terminations of participation in the Plan occur, the nonvested portion of the participant's account, as defined by the Plan, is forfeited. Forfeitures are utilized to reduce future Company contributions and future Company payments of Plan administrative expenses.

The balance of the forfeiture account for the Plan was $509,433 and $318,187 at December 31, 2014 and 2013, respectively. The amount of forfeitures used to reduce Company payments of Plan administrative expenses was $15,265 and $54,661 in 2014 and 2013, respectively. The amount of forfeitures used to reduce Company contributions was $266,803 and $173,015 in 2014 and 2013, respectively.

Payment of Benefits

Retired or terminated participants may elect to receive a lump-sum amount immediately equal to the vested value of his or her account, a lump-sum payment at any future date, or specified monthly, quarterly, or annual payments. Terminated employees may maintain an account in the Plan as permitted by the Plan document.

Active employees may withdraw all or part of their after-tax accounts and Company contributions in accordance with the Plan document and Internal Revenue Service guidelines. Withdrawals of before-tax accounts requested due to financial hardship of an employee are granted in accordance with the Plan document and Internal Revenue Service guidelines following a review of the appropriate documentation by the Company. All withdrawals are subject to certain restrictions in accordance with the Plan document.

Participant Notes Receivable

Under the terms of the Plan, participants may borrow from their accounts a minimum of $1,000 for a general purpose and housing. General purpose notes receivable must be repaid within five years and housing notes receivable within 15 years. The maximum amount that can be borrowed is the lesser of (a) 50 percent of the account balance, or (b) $50,000 reduced by any current notes receivable balance or excess of the highest outstanding notes receivable balance in the last 12 months over the current notes receivable balance.

1. Description of Plan (continued)

Participant notes receivable are secured by the remainder of the vested account balance in the participants' accounts and generally bear interest at 1 percent over the prime rate. The interest rate is fixed for the life of the notes receivable.

Plan Expenses

Plan administrative expenses are principally for loan-related and recordkeeping fees. The Company pays audit fees and certain other administrative fees on behalf of the Plan.

2. Summary of Significant Accounting Policies

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Valuation of Investments and Income Recognition

Master Trust

The Plan's investment in the Master Trust is presented at fair value in the Statement of Net Assets Available for Benefits. For purposes of determining the fair value of the underlying assets of the Master Trust, certain investments in money market funds are valued at cost which approximates fair value while other money market funds and mutual funds are valued at fair value based on quoted market prices. Underlying debt securities for which quotations are readily available are valued at their most recent bid prices (sales prices if the principal market is an exchange) in the principal market in which such securities are normally traded, as determined by recognized dealers in such securities, or securities are valued on the basis of information provided by a pricing service. Contract value represents investments at cost plus accrued interest income less amounts withdrawn to pay benefits. Fully benefit-responsive synthetic investment contracts are fair valued using a discounted cash flow model that considers recent fee bids as determined by recognized dealers, discount rate, and the duration of the underlying portfolio securities. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis.

2. Summary of Significant Accounting Policies (continued)

Investment Contracts with Insurance Companies Held in the Trust

In the Master Trust, the Interest Income Fund (the "Fund") invests in fully benefit-responsive synthetic investment contracts which are presented at contract value. (See Note 5). A synthetic investment contract is a wrap contract purchased from an insurance company and paired with an underlying investment or investments, usually a portfolio, of high-quality, short-term to intermediate-term fixed income securities. Contract value represents investments at cost plus accrued interest income less amounts withdrawn to pay benefits. Investment gains and losses are amortized over the expected duration through the calculation of the interest rate applicable to the Master Trust on a prospective basis. Wrap contracts accrue interest using a formula called the "crediting rate." Wrap contracts use the crediting rate formula to convert market value changes in the covered assets into income distributions in order to minimize the difference between the market and contract value of the covered assets over time. Using the crediting rate formula, an estimated future market value is calculated by compounding the Fund's current market value at the Fund's current yield to maturity for a period equal to the Fund's duration. The crediting rate is the discount rate that equates the estimated future market value with the Fund's current contract value. Crediting rates are reset quarterly. The wrap contracts provide a guarantee that the crediting rate will not fall below 0 percent.

Certain events limit the ability of the Master Trust to transact at contract value with the contract issuer. Such events include the following: (i) the Plan's failure to qualify under Section 401(a) or Section 401(k) of the Internal Revenue Code; (ii) the establishment of a defined contribution plan that competes with the Plan for employee contributions; (iii) any substantive modification of the Plan or the administration of the Plan that is not consented to by the wrap issuer; (iv) complete or partial termination of the Plan; (v) any change in law, regulation or administrative ruling applicable to the Plan that could have a material adverse effect on the Fund's cash flow; (vi) merger or consolidation of the Plan with another plan, the transfer of plan assets to another plan, or the sale, spin-off or merger of a subsidiary or division of the plan sponsor; (vii) any communication given to participants by the Plan sponsor or any other Plan fiduciary that is designed to induce or influence participants not to invest in the Fund or to transfer assets out of the Fund; (viii) exclusion of a group of previously eligible employees from eligibility in the Plan; (ix) any early retirement program, group termination, group layoff, facility closing, or similar program; and (x) any transfer of assets from the Fund directly to a competing option. The Plan administrator does not believe that the occurrence of any such event, which would limit the Master Trust's ability to transact at contract value with participants, is probable.

A contract issuer may terminate a wrap contract at any time. In the event that the market value of the Fund's covered assets is below their contract value at the time of such termination, the Master Trust may elect to keep the wrap contract in place until such time as the market value of the Fund's covered assets is equal to their contract value. The synthetic investment contracts generally impose conditions on both the Master Trust and the issuer. If an event of default occurs and is not cured, the non-defaulting party may terminate the contract. The following events may cause the Master Trust to be in default: a breach of material obligation under the contract; a material misrepresentation; or a material amendment to the plan agreement. The issuer may be in default if it breaches a material obligation under the investment contract; makes a material misrepresentation; has a decline in its long-term credit rating below a threshold set forth in the contract; or is acquired or reorganized and the successor issuer does not satisfy the investment or credit guidelines applicable to issuers.

2. Summary of Significant Accounting Policies (continued)

In the event of default of an issuer, if the Master Trust were unable to obtain a replacement investment contract, withdrawing plans may experience losses. The Master Trust may seek to add additional issuers over time to diversify the exposure to such risk, but there is no assurance that the Master Trust may be able to do so. The combination of the default of an issuer and an inability to obtain a replacement agreement could render the Master Trust unable to achieve its objective of maintaining a stable contract value.

The terms of an investment contract generally provide for settlement of payments only upon termination of the contract or total liquidation of the covered investments. Generally, payments will be made pro rata, based on the percentage of investments covered by each issuer. Contract termination occurs whenever the contract value or market value of the covered investments reaches zero or upon certain events of default. If the contract terminates due to issuer default (other than a default occurring because of a decline in its rating), the issuer will generally be required to pay the Master Trust the excess, if any, of contract value over market value on the date of termination. If a synthetic investment contract terminates due to a decline in the rating of the issuer, the issuer may be required to pay the Master Trust the cost of acquiring a replacement contract (i.e., replacement cost) within the meaning of the contract. If the contract terminates when the market value equals zero, the issuer will pay the excess of contract value over market value to the Master Trust to the extent necessary for the Master Trust to satisfy outstanding contract value withdrawal requests. Contract termination also may occur by either party upon election and notice.

Since the synthetic investment contracts purchased by the Master Trust are fully benefit-responsive, contract value is the relevant measurement attribute for such contracts. Contract value represents contributions to the Fund plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

	2014	2013
Average yield for synthetic investment contracts		
Based on actual earnings	1.78%	1.80%
Based on interest rate credited to participants	1.87%	1.78%

Payment of Benefits

Benefits are recorded when paid.

Plan Participation in the Master Trust

Contributions to the Master Trust and benefits paid are accounted for specifically by the participating plans. Each plan's relative interest in the Master Trust is determined based on its proportionate share of assets contributed to the Master Trust on February 1, 1992, as adjusted for contributions and benefit payments subsequent to February 1, 1992. The relative interest for plans not made part of the Master Trust on February 1, 1992 is determined based on assets subsequently transferred to the Master Trust, if any, and contributions and benefit payments subsequent to transfer date or date of creation of the individual plans. Investment income is allocated monthly to the participating plans based on their relative interest in the Master Trust (See Note 5). Each participating plan has an undivided interest in the Master Trust.

2. Summary of Significant Accounting Policies (continued)

Participant Notes Receivable

Participant notes receivable are recorded at their unpaid principal balance plus any accrued interest. Participant notes receivable are written off when deemed uncollectible.

Recent Accounting Pronouncements

In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update ("ASU") No. 2015-07, Disclosures for Investments In Certain Entities that Net Asset Value per Share (or Its Equivalent). A requirement to categorize all investments within the fair value hierarchy for which fair value is measured using the net asset value per share was eliminated. The disclosure requirements are effective for fiscal years beginning after December 15, 2016, for nonpublic entities, and are required to be provided retrospectively for all comparative periods presented. Management does not expect the adoption of this standard to have a significant impact on the Plan's financial statements.

In July 2015, the FASB issued ASU No. 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965) - I. Fully Benefit-Responsive Investment Contracts; II. Plan Investment Disclosures, and III. Measurement Date Practical Expedient. Part II of the ASU is applicable to the Plan and will modify the investment disclosures. Effective for fiscal years beginning after December 15, 2015, the standard is required to be applied retrospectively for all comparative periods presented. Management does not expect the adoption of this standard to have a significant impact on the Plan's financial statements.

Subsequent Events

The financial statements and related disclosures include evaluation of events up through and including September 25, 2015, which is the date the financial statements were available to be issued.

3. Transfers (To) From Other Plans

From time to time, participants in the Plan change roles and responsibilities within the Company and become eligible for other Company-sponsored plans. As such, transfers to and from the Plan generally relate to participant account balances being transferred between the Plan and the Saint-Gobain Corporation 401(k) Plan for Hourly Employees.

4. Risks and Uncertainties

The Plan provides for various investment options. Investment securities, in general, are exposed to various risks, such as interest rate, market and credit risk. Due to the level of the risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term could materially affect participants' account balances and the amounts reported in the Statement of Net Assets Available for Benefits.

5. Investment in Master Trust

A summary of the net assets of the Master Trust as of December 31, 2014 and 2013 is as follows:

	2014	2013
Assets		
Receivables	$ -	$ 7,374
Investments at fair value		
Money market funds	46,311,748	48,407,590
Mutual funds	1,214,534,327	1,145,387,877
	1,260,846,075	1,193,795,467
Interest income fund		
Money market funds at fair value	1,840,136	1,628,220
Security-backed contracts at contract value	258,176,208	277,145,731
Total net assets of Master Trust	$ 1,520,862,419	$ 1,472,576,792

Investment income of the Master Trust for the years ended December 31, 2014 and 2013, is as follows:

	2014	2013
Net appreciation of mutual funds	$ 32,493,849	$ 170,191,233
Interest	848,717	877,150
Dividends	64,559,160	44,849,095
Total investment income of the Master Trust	$ 97,901,726	$ 215,917,478

The Plan's interest in the net assets of the Master Trust was approximately 70.6 percent and 69.6 percent at December 31, 2014 and 2013, respectively.

6. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination or complete discontinuance of contributions, participants will become 100 percent vested in their accounts.

7. Tax Status

The Internal Revenue Service determined and informed the Company by letter dated May 23, 2012 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, management believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

7. Tax Status (continued)

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the trust and recognize a tax liability (or asset) if the Master Trust has taken an uncertain position that more likely than not would not be sustained upon examination by the IRC. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014 and 2013, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however there are no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to tax examinations for years prior to 2011.

8. Related Party Transactions

Certain Master Trust investments are shares of money market funds, mutual funds, and interest income funds managed by Fidelity Investments. Fidelity Investments is an affiliate of the Trustee; therefore, transactions in these investments qualify as party-in-interest transactions, which are exempt from the prohibited transaction rules of ERISA.

9. Unaudited Information

The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Trustee has certified to the completeness and accuracy of all investments and participant notes receivable reflected in the accompanying Statements of Net Assets Available for Benefits as of December 31, 2014 and 2013, the related income and losses reflected in the Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 2014 and 2013, the Master Trust information summarized in Note 5, and the Schedule of Assets Held at End of Year as of December 31, 2014.

10. Reconciliation to Form 5500

The Net Assets Available for Benefits presented in the financial statements differs from the net assets reported in Form 5500 due to the synthetic investment contracts held in the Master Trust presented at contract value in the financial statements and at fair value in Form 5500. The Net Assets Available for Benefits were lower than on Form 5500 at December 31, 2014 and 2013 by $4,011,788 and $4,550,099, respectively. Additionally, the investment income from the synthetic investment contracts on Form 5500 for the years ended December 31, 2014 and 2013 is lower than the financial statements by $538,311 and $3,644,124, respectively.

11. Fair Value Measurement

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the observable and unobservable inputs and valuation techniques used to measure fair value.

11. Fair Value Measurement (continued)

The fair value hierarchy used to measure fair value into three broad levels is as follows:

Level 1 - In general, fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets and liabilities in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

When inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

A summary of assets held by the Master Trust measured at fair value on a recurring basis as of December 31, 2014 is as follows:

	Level one	Level two	Total
Money market funds	$ 46,311,748	$ 1,840,136	$ 48,151,884
Mutual funds			
Equity investments	890,391,864	-	890,391,864
Fixed income investments	27,048,587	-	27,048,587
Retirement year-based investments	297,093,876	-	297,093,876
Security-backed contracts			
Fixed income investments	-	264,890,616	264,890,616
Total	$ 1,260,846,075	$ 266,730,752	$ 1,527,576,827

A summary of assets held by the Master Trust measured at fair value on a recurring basis as of December 31, 2013 is as follows:

	Level one	Level two	Total
Money market funds	$ 48,407,590	$ 1,628,220	$ 50,035,810
Mutual funds			
Equity investments	863,723,087	-	863,723,087
Fixed income investments	25,714,654	-	25,714,654
Retirement year-based investments	255,950,136	-	255,950,136
Security-backed contracts			
Fixed income investments	-	284,795,097	284,795,097
Total	$ 1,193,795,467	$ 286,423,317	$ 1,480,218,784

11. Fair Value Measurement (continued)

Money market funds are generally short-term investments in actively managed common collective trust funds or interest bearing accounts which are valued at fair value. The Plan and Master Trust also hold other assets not measured at fair value on a recurring basis including contributions receivable. The fair value of these assets is equal to the carrying amounts in the accompanying financial statements due to the short maturity of such instruments.

The Plan's policy is to recognize transfers in and transfers out of the Level 1, 2, and 3 fair value classifications as of the end of the month of the event of change in circumstances that caused the transfer. During the years ended December 31, 2014 and 2013, there were no significant transfers between levels.

Saint-Gobain Corporation
401(k) Plan for Salaried Employees

Schedule of Assets Held at End of Year
Form 5500, Schedule H, Item 4i
EIN 23-2615166, Plan 002
December 31, 2014

(a)(b)	(c)	(d)	(e)
Identity of Issuer, Lessor, Borrower, or Similar Party	**Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value**	**Cost ****	**Value**
* Participants	Participant notes receivable bearing interest at rates ranging from 4.25 percent to 9.25 percent	-	$15,737,592
			$15,737,592

* Denotes party-in-interest
** Cost information not required

Saint-Gobain Corporation
401(k) Plan for Salaried Employees

Financial Statements
December 31, 2014 and 2013

Supplemental Schedule as of December 31, 2014

Saint-Gobain Corporation 401(k) Plan for Salaried Employees
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Schedule of Assets Held at End of Year	Schedule 1

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Independent Auditor's Report

To the Participants and Administrator
Saint-Gobain Corporation
401(k) Plan for Salaried Employees

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Saint-Gobain Corporation 401(k) Plan for Salaried Employees (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2014 and 2013 and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 9, which was certified by Fidelity Management Trust Company (the "Trustee"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Trustee holds the Plan's investment assets and participant notes receivable and executes related transactions. The plan administrator has obtained certifications from the Trustee as of and for the years ended December 31, 2014 and 2013 that the information provided to the plan administrator by the Trustee is complete and accurate.

Praxity MEMBER GLOBAL ALLIANCE OF INDEPENDENT FIRMS

To the Participants and Administrator
Saint-Gobain Corporation
401(k) Plan for Salaried Employees

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedule of assets held at end of year as of December 31, 2014 is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on the supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Plante & Moran, PLLC

Elgin, Illinois
September 25, 2015

Saint-Gobain Corporation 401(k) Plan for Salaried Employees
Statements of Net Assets Available for Benefits
December 31, 2014 and 2013

	December 31, 2014	December 31, 2013
Assets		
Participant directed investments		
Plan interest in Saint-Gobain Corporation Defined Contribution Plan Master Trust (Note 5)	$ 1,077,804,067	$ 1,039,647,525
Total investments at fair value	1,077,804,067	1,039,647,525
Receivables		
Employer contributions	26,331	-
Participant contributions	50,612	-
Participant notes receivable	15,737,592	14,703,902
Total receivables	15,814,535	14,703,902
Net assets reflecting all investments at fair value	1,093,618,602	1,054,351,427
Adjustment from fair value to contract value for fully benefit-responsive investment contracts held in Saint-Gobain Corporation Defined Contribution Plan Master Trust (Note 2)	(4,011,788)	(4,550,099)
Net Assets Available for Benefits	$ 1,089,606,814	$ 1,049,801,328

The accompanying notes are an integral part of the financial statements.

Saint-Gobain Corporation 401(k) Plan for Salaried Employees
Statements of Changes in Net Assets Available for Benefits
December 31, 2014 and 2013

Years ended December 31,	**2014**	**2013**
Additions		
Investment income		
Plan interest in Saint-Gobain Corporation		
Defined Contribution Plan Master Trust (Note 5)	$ 70,543,880	$ 156,518,479
Interest on participants notes receivables	641,920	610,387
	71,185,800	157,128,866
Contributions		
Employer	16,687,077	15,958,354
Participants	41,690,622	39,461,998
Rollover	6,761,065	4,106,738
	65,138,764	59,527,090
Total additions	136,324,564	216,655,956
Deductions		
Participant benefits	96,096,314	79,434,931
Administrative (income) expenses	(33,844)	152,116
Total deductions	96,062,470	79,587,047
Net increase prior to plan transfers	40,262,094	137,068,909
Plan transfers (Note 3)		
Transfer to plan	1,616,355	2,528,790
Transfer from plan	(2,072,963)	(2,768,152)
Total plan transfers	(456,608)	(239,362)
Net increase	39,805,486	136,829,547
Net assets available for benefits		
Beginning of year	1,049,801,328	912,971,781
End of year	$ 1,089,606,814	$ 1,049,801,328

The accompanying notes are an integral part of the financial statements.

Saint-Gobain Corporation 401(k) Plan for Salaried Employees
Notes to Financial Statements
December 31, 2014 and 2013

1. Description of Plan

The description of the Saint-Gobain Corporation 401(k) Plan for Salaried Employees (the "Plan") in the Notes to the Financial Statements provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan sponsored by Saint-Gobain Corporation ("SGC"), an indirect wholly-owned subsidiary of Compagnie de Saint-Gobain ("CSG") of Paris, France. All eligible salaried employees of SGC and its subsidiaries and certain affiliates of CSG in the United States (the "Company") are covered by the Plan, as defined by the Plan document. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan and the Saint-Gobain Corporation 401(k) Plan for Hourly Employees participate in the Saint-Gobain Corporation Defined Contribution Plan Master Trust (the "Master Trust"). The Trustee is Fidelity Management Trust Company (the "Trustee").

Eligibility

Employees are eligible to join the Plan immediately upon employment with the Company. After six months of service, employees are automatically enrolled in the Plan.

Contributions

Each year, participants may contribute up to 50 percent of eligible compensation, on a pretax or after-tax basis, as defined in the Plan. Participants may also contribute amounts representing distributions from other qualified defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Company match differs by participating companies and/or divisions within companies and is defined in the Plan document. Rollover contributions represent assets transferred in from new participants upon employment with the Company.

Investment Options

Upon enrollment in the Plan, a participant may direct contributions to any of the available investment options.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contribution and (b) Plan earnings or losses, and charged with an allocation of administrative expenses. Allocations are based on participant earnings, losses or account balances, as defined in the Plan document. The benefit to which a participant is entitled is the benefit that is available in the participant's vested account.

1. Description of Plan (continued)

Vesting

Participants are immediately vested in their voluntary contributions and related earnings. Participants are vested in Company contributions in accordance with the following schedule:

Years of Service	Vested Percentage
Less than 1 year	0%
At least 1 year, but less than 2 years	20%
At least 2 years, but less than 3 years	40%
At least 3 years, but less than 4 years	60%
At least 4 years, but less than 5 years	80%
5 or more years	100%

Forfeited Accounts

When certain terminations of participation in the Plan occur, the nonvested portion of the participant's account, as defined by the Plan, is forfeited. Forfeitures are utilized to reduce future Company contributions and future Company payments of Plan administrative expenses.

The balance of the forfeiture account for the Plan was $509,433 and $318,187 at December 31, 2014 and 2013, respectively. The amount of forfeitures used to reduce Company payments of Plan administrative expenses was $15,265 and $54,661 in 2014 and 2013, respectively. The amount of forfeitures used to reduce Company contributions was $266,803 and $173,015 in 2014 and 2013, respectively.

Payment of Benefits

Retired or terminated participants may elect to receive a lump-sum amount immediately equal to the vested value of his or her account, a lump-sum payment at any future date, or specified monthly, quarterly, or annual payments. Terminated employees may maintain an account in the Plan as permitted by the Plan document.

Active employees may withdraw all or part of their after-tax accounts and Company contributions in accordance with the Plan document and Internal Revenue Service guidelines. Withdrawals of before-tax accounts requested due to financial hardship of an employee are granted in accordance with the Plan document and Internal Revenue Service guidelines following a review of the appropriate documentation by the Company. All withdrawals are subject to certain restrictions in accordance with the Plan document.

Participant Notes Receivable

Under the terms of the Plan, participants may borrow from their accounts a minimum of $1,000 for a general purpose and housing. General purpose notes receivable must be repaid within five years and housing notes receivable within 15 years. The maximum amount that can be borrowed is the lesser of (a) 50 percent of the account balance, or (b) $50,000 reduced by any current notes receivable balance or excess of the highest outstanding notes receivable balance in the last 12 months over the current notes receivable balance.

1. Description of Plan (continued)

Participant notes receivable are secured by the remainder of the vested account balance in the participants' accounts and generally bear interest at 1 percent over the prime rate. The interest rate is fixed for the life of the notes receivable.

Plan Expenses

Plan administrative expenses are principally for loan-related and recordkeeping fees. The Company pays audit fees and certain other administrative fees on behalf of the Plan.

2. Summary of Significant Accounting Policies

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Valuation of Investments and Income Recognition

Master Trust

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2. Summary of Significant Accounting Policies (continued)

Investment Contracts with Insurance Companies Held in the Trust

In the Master Trust, the Interest Income Fund (the "Fund") invests in fully benefit-responsive synthetic investment contracts which are presented at contract value. (See Note 5). A synthetic investment contract is a wrap contract purchased from an insurance company and paired with an underlying investment or investments, usually a portfolio, of high-quality, short-term to intermediate-term fixed income securities. Contract value represents investments at cost plus accrued interest income less amounts withdrawn to pay benefits. Investment gains and losses are amortized over the expected duration through the calculation of the interest rate applicable to the Master Trust on a prospective basis. Wrap contracts accrue interest using a formula called the "crediting rate." Wrap contracts use the crediting rate formula to convert market value changes in the covered assets into income distributions in order to minimize the difference between the market and contract value of the covered assets over time. Using the crediting rate formula, an estimated future market value is calculated by compounding the Fund's current market value at the Fund's current yield to maturity for a period equal to the Fund's duration. The crediting rate is the discount rate that equates the estimated future market value with the Fund's current contract value. Crediting rates are reset quarterly. The wrap contracts provide a guarantee that the crediting rate will not fall below 0 percent.

Certain events limit the ability of the Master Trust to transact at contract value with the contract issuer. Such events include the following: (i) the Plan's failure to qualify under Section 401(a) or Section 401(k) of the Internal Revenue Code; (ii) the establishment of a defined contribution plan that competes with the Plan for employee contributions; (iii) any substantive modification of the Plan or the administration of the Plan that is not consented to by the wrap issuer; (iv) complete or partial termination of the Plan; (v) any change in law, regulation or administrative ruling applicable to the Plan that could have a material adverse effect on the Fund's cash flow; (vi) merger or consolidation of the Plan with another plan, the transfer of plan assets to another plan, or the sale, spin-off or merger of a subsidiary or division of the plan sponsor; (vii) any communication given to participants by the Plan sponsor or any other Plan fiduciary that is designed to induce or influence participants not to invest in the Fund or to transfer assets out of the Fund; (viii) exclusion of a group of previously eligible employees from eligibility in the Plan; (ix) any early retirement program, group termination, group layoff, facility closing, or similar program; and (x) any transfer of assets from the Fund directly to a competing option. The Plan administrator does not believe that the occurrence of any such event, which would limit the Master Trust's ability to transact at contract value with participants, is probable.

A contract issuer may terminate a wrap contract at any time. In the event that the market value of the Fund's covered assets is below their contract value at the time of such termination, the Master Trust may elect to keep the wrap contract in place until such time as the market value of the Fund's covered assets is equal to their contract value. The synthetic investment contracts generally impose conditions on both the Master Trust and the issuer. If an event of default occurs and is not cured, the non-defaulting party may terminate the contract. The following events may cause the Master Trust to be in default: a breach of material obligation under the contract; a material misrepresentation; or a material amendment to the plan agreement. The issuer may be in default if it breaches a material obligation under the investment contract; makes a material misrepresentation; has a decline in its long-term credit rating below a threshold set forth in the contract; or is acquired or reorganized and the successor issuer does not satisfy the investment or credit guidelines applicable to issuers.

2. Summary of Significant Accounting Policies (continued)

In the event of default of an issuer, if the Master Trust were unable to obtain a replacement investment contract, withdrawing plans may experience losses. The Master Trust may seek to add additional issuers over time to diversify the exposure to such risk, but there is no assurance that the Master Trust may be able to do so. The combination of the default of an issuer and an inability to obtain a replacement agreement could render the Master Trust unable to achieve its objective of maintaining a stable contract value.

The terms of an investment contract generally provide for settlement of payments only upon termination of the contract or total liquidation of the covered investments. Generally, payments will be made pro rata, based on the percentage of investments covered by each issuer. Contract termination occurs whenever the contract value or market value of the covered investments reaches zero or upon certain events of default. If the contract terminates due to issuer default (other than a default occurring because of a decline in its rating), the issuer will generally be required to pay the Master Trust the excess, if any, of contract value over market value on the date of termination. If a synthetic investment contract terminates due to a decline in the rating of the issuer, the issuer may be required to pay the Master Trust the cost of acquiring a replacement contract (i.e., replacement cost) within the meaning of the contract. If the contract terminates when the market value equals zero, the issuer will pay the excess of contract value over market value to the Master Trust to the extent necessary for the Master Trust to satisfy outstanding contract value withdrawal requests. Contract termination also may occur by either party upon election and notice.

Since the synthetic investment contracts purchased by the Master Trust are fully benefit-responsive, contract value is the relevant measurement attribute for such contracts. Contract value represents contributions to the Fund plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

	2014	2013
Average yield for synthetic investment contracts		
Based on actual earnings	1.78%	1.80%
Based on interest rate credited to participants	1.87%	1.78%

Payment of Benefits

Benefits are recorded when paid.

Plan Participation in the Master Trust

Contributions to the Master Trust and benefits paid are accounted for specifically by the participating plans. Each plan's relative interest in the Master Trust is determined based on its proportionate share of assets contributed to the Master Trust on February 1, 1992, as adjusted for contributions and benefit payments subsequent to February 1, 1992. The relative interest for plans not made part of the Master Trust on February 1, 1992 is determined based on assets subsequently transferred to the Master Trust, if any, and contributions and benefit payments subsequent to transfer date or date of creation of the individual plans. Investment income is allocated monthly to the participating plans based on their relative interest in the Master Trust (See Note 5). Each participating plan has an undivided interest in the Master Trust.

2. Summary of Significant Accounting Policies (continued)

Participant Notes Receivable

Participant notes receivable are recorded at their unpaid principal balance plus any accrued interest. Participant notes receivable are written off when deemed uncollectible.

Recent Accounting Pronouncements

In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update ("ASU") No. 2015-07, Disclosures for Investments In Certain Entities that Net Asset Value per Share (or Its Equivalent). A requirement to categorize all investments within the fair value hierarchy for which fair value is measured using the net asset value per share was eliminated. The disclosure requirements are effective for fiscal years beginning after December 15, 2016, for nonpublic entities, and are required to be provided retrospectively for all comparative periods presented. Management does not expect the adoption of this standard to have a significant impact on the Plan's financial statements.

In July 2015, the FASB issued ASU No. 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965) - I. Fully Benefit-Responsive Investment Contracts; II. Plan Investment Disclosures, and III. Measurement Date Practical Expedient. Part II of the ASU is applicable to the Plan and will modify the investment disclosures. Effective for fiscal years beginning after December 15, 2015, the standard is required to be applied retrospectively for all comparative periods presented. Management does not expect the adoption of this standard to have a significant impact on the Plan's financial statements.

Subsequent Events

The financial statements and related disclosures include evaluation of events up through and including September 25, 2015, which is the date the financial statements were available to be issued.

3. Transfers (To) From Other Plans

From time to time, participants in the Plan change roles and responsibilities within the Company and become eligible for other Company-sponsored plans. As such, transfers to and from the Plan generally relate to participant account balances being transferred between the Plan and the Saint-Gobain Corporation 401(k) Plan for Hourly Employees.

4. Risks and Uncertainties

The Plan provides for various investment options. Investment securities, in general, are exposed to various risks, such as interest rate, market and credit risk. Due to the level of the risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term could materially affect participants' account balances and the amounts reported in the Statement of Net Assets Available for Benefits.

5. Investment in Master Trust

A summary of the net assets of the Master Trust as of December 31, 2014 and 2013 is as follows:

	2014	2013
Assets		
Receivables	$ -	$ 7,374
Investments at fair value		
Money market funds	46,311,748	48,407,590
Mutual funds	1,214,534,327	1,145,387,877
	1,260,846,075	1,193,795,467
Interest income fund		
Money market funds at fair value	1,840,136	1,628,220
Security-backed contracts at contract value	258,176,208	277,145,731
Total net assets of Master Trust	$ 1,520,862,419	$ 1,472,576,792

Investment income of the Master Trust for the years ended December 31, 2014 and 2013, is as follows:

	2014	2013
Net appreciation of mutual funds	$ 32,493,849	$ 170,191,233
Interest	848,717	877,150
Dividends	64,559,160	44,849,095
Total investment income of the Master Trust	$ 97,901,726	$ 215,917,478

The Plan's interest in the net assets of the Master Trust was approximately 70.6 percent and 69.6 percent at December 31, 2014 and 2013, respectively.

6. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination or complete discontinuance of contributions, participants will become 100 percent vested in their accounts.

7. Tax Status

The Internal Revenue Service determined and informed the Company by letter dated May 23, 2012 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, management believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

7. Tax Status (continued)

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the trust and recognize a tax liability (or asset) if the Master Trust has taken an uncertain position that more likely than not would not be sustained upon examination by the IRC. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014 and 2013, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however there are no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to tax examinations for years prior to 2011.

8. Related Party Transactions

Certain Master Trust investments are shares of money market funds, mutual funds, and interest income funds managed by Fidelity Investments. Fidelity Investments is an affiliate of the Trustee; therefore, transactions in these investments qualify as party-in-interest transactions, which are exempt from the prohibited transaction rules of ERISA.

9. Unaudited Information

The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Trustee has certified to the completeness and accuracy of all investments and participant notes receivable reflected in the accompanying Statements of Net Assets Available for Benefits as of December 31, 2014 and 2013, the related income and losses reflected in the Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 2014 and 2013, the Master Trust information summarized in Note 5, and the Schedule of Assets Held at End of Year as of December 31, 2014.

10. Reconciliation to Form 5500

The Net Assets Available for Benefits presented in the financial statements differs from the net assets reported in Form 5500 due to the synthetic investment contracts held in the Master Trust presented at contract value in the financial statements and at fair value in Form 5500. The Net Assets Available for Benefits were lower than on Form 5500 at December 31, 2014 and 2013 by $4,011,788 and $4,550,099, respectively. Additionally, the investment income from the synthetic investment contracts on Form 5500 for the years ended December 31, 2014 and 2013 is lower than the financial statements by $538,311 and $3,644,124, respectively.

11. Fair Value Measurement

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the observable and unobservable inputs and valuation techniques used to measure fair value.

11. Fair Value Measurement (continued)

The fair value hierarchy used to measure fair value into three broad levels is as follows:

Level 1 - In general, fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets and liabilities in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

When inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

A summary of assets held by the Master Trust measured at fair value on a recurring basis as of December 31, 2014 is as follows:

	Level one	Level two	Total
Money market funds	$ 46,311,748	$ 1,840,136	$ 48,151,884
Mutual funds			
Equity investments	890,391,864	-	890,391,864
Fixed income investments	27,048,587	-	27,048,587
Retirement year-based investments	297,093,876	-	297,093,876
Security-backed contracts			
Fixed income investments	-	264,890,616	264,890,616
Total	$ 1,260,846,075	$ 266,730,752	$ 1,527,576,827

A summary of assets held by the Master Trust measured at fair value on a recurring basis as of December 31, 2013 is as follows:

	Level one	Level two	Total
Money market funds	$ 48,407,590	$ 1,628,220	$ 50,035,810
Mutual funds			
Equity investments	863,723,087	-	863,723,087
Fixed income investments	25,714,654	-	25,714,654
Retirement year-based investments	255,950,136	-	255,950,136
Security-backed contracts			
Fixed income investments	-	284,795,097	284,795,097
Total	$ 1,193,795,467	$ 286,423,317	$ 1,480,218,784

11. Fair Value Measurement (continued)

Money market funds are generally short-term investments in actively managed common collective trust funds or interest bearing accounts which are valued at fair value. The Plan and Master Trust also hold other assets not measured at fair value on a recurring basis including contributions receivable. The fair value of these assets is equal to the carrying amounts in the accompanying financial statements due to the short maturity of such instruments.

The Plan's policy is to recognize transfers in and transfers out of the Level 1, 2, and 3 fair value classifications as of the end of the month of the event of change in circumstances that caused the transfer. During the years ended December 31, 2014 and 2013, there were no significant transfers between levels.

Saint-Gobain Corporation
401(k) Plan for Salaried Employees

Schedule of Assets Held at End of Year
Form 5500, Schedule H, Item 4i
EIN 23-2615166, Plan 002
December 31, 2014

(a)(b)	(c)	(d)	(e)
Identity of Issuer, Lessor, Borrower, or Similar Party	**Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value**	**Cost ****	**Value**
* Participants	Participant notes receivable bearing interest at rates ranging from 4.25 percent to 9.25 percent	-	$15,737,592
			$15,737,592

* Denotes party-in-interest
** Cost information not required

Saint-Gobain Corporation
401(k) Plan for Hourly Employees

Schedule of Assets Held at End of Year
Form 5500, Schedule H, Item 4i
EIN 23-2615166, Plan 003
December 31, 2014

(a)(b)	(c)	(d)	(e)
Identity of Issuer, Lessor, Borrower, or Similar Party	**Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value**	**Cost ****	**Value**
* Participants	Participant notes receivable bearing interest at rates ranging from 4.25 percent to 10.50 percent	-	$20,982,691
			$20,982,691

* Denotes Party-in-interest
** Cost information not required