

WESCO INTERNATIONAL INC

Form 4

March 01, 2006

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
GOODWIN WILLIAM M

2. Issuer Name **and** Ticker or Trading
Symbol
WESCO INTERNATIONAL INC
[WCC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
225 WEST STATION SQUARE
DRIVE, SUITE 700

3. Date of Earliest Transaction
(Month/Day/Year)
03/01/2006

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
VICE PRESIDENT, OPERATIONS

(Street)
PITTSBURGH, PA 15219

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			

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

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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction of Derivative	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	An or Nu of Sh
Option for WESCO International Common Stock	\$ 60.46	03/01/2006	03/01/2006	M		1,400		06/05/2002	08/06/2008	WESCO International Common Stock	1.
Option for WESCO International Common Stock	\$ 60.48	03/01/2006	03/01/2006	M		1,200		06/05/2002	08/06/2008	WESCO International Common Stock	1.
Option for WESCO International Common Stock	\$ 60.45	03/01/2006	03/01/2006	M		1,400		06/05/2002	08/06/2008	WESCO International Common Stock	1.
Option for WESCO International Common Stock	\$ 60.34	03/01/2006	03/01/2006	M		100		06/05/2002	08/06/2008	WESCO International Common Stock	1.
Option for WESCO International Common Stock	\$ 60.3	03/01/2006	03/01/2006	M		500		06/05/2002	08/06/2008	WESCO International Common Stock	5.
Option for WESCO International Common Stock	\$ 60.14	03/01/2006	03/01/2006	M		1,100		06/05/2002	08/06/2008	WESCO International Common Stock	1.
Option for WESCO International Common Stock	\$ 60.1	03/01/2006	03/01/2006	M		1,900		06/05/2002	08/06/2008	WESCO International Common Stock	1.
	\$ 60.19	03/01/2006	03/01/2006	M		2,400		06/05/2002	08/06/2008		2.

Option for
WESCO
International
Common
Stock

WESCO
International
Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOODWIN WILLIAM M 225 WEST STATION SQUARE DRIVE, SUITE 700 PITTSBURGH, PA 15219			VICE PRESIDENT, OPERATIONS	

Signatures

/s/ William M.
Goodwin

03/01/2006

__Signature of Reporting
Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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