#### Edgar Filing: WESCO INTERNATIONAL INC - Form 4

WESCO INTERNATIONAL INC Form 4 February 19, 2015 **OMB APPROVAL** FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **ENGEL JOHN** Issuer Symbol WESCO INTERNATIONAL INC (Check all applicable) [WCC] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_ Director 10% Owner Other (specify X\_Officer (give title (Month/Day/Year) below) below) 225 WEST STATION SQUARE 02/17/2015 Chairman, President & CEO DRIVE, SUITE 700 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting PITTSBURGH, PA 15219 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 7. Nature of 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) anv Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Ownership (Instr. 8) Owned Direct (D) or Indirect (Instr. 4) Following Reported (I)(A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Amount (D) Price Code V WESCO International, 13,302 02/17/2015 \$0 91,869 D A A (1)Inc. Common Stock **WESCO** International, 02/17/2015 F 5.413 D 86.456 D 69.54 Inc. Common Stock

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Stock Appreciation Rights	\$ 69.54	02/17/2015		А	96,865	(2)	02/17/2025	Common Stock	96,86
Restricted Stock Units	<u>(3)</u>	02/17/2015		А	12,078	<u>(4)</u>	<u>(4)</u>	Common Stock	12,07

### **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
1	Director	10% Owner	Officer	Other			
ENGEL JOHN 225 WEST STATION SQUARE DRIVE SUITE 700 PITTSBURGH, PA 15219	Х		Chairman, President & CEO				
Signatures							
/s/ Samantha L. O'Donoghue, as Attorney-in-Fact		02/19/201	5				
**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).

Represents shares acquired upon settlement of performance shares granted in 2012 under WESCO International, Inc.'s long-term

- (1) incentive plan. Each performance share represented a contingent right to receive one share of Common Stock if WESCO International, Inc. achieved specified performance goals during the three-years ended December 31, 2014.
- (2) Each Stock Appreciation Right becomes exercisable in three (3) equal, annual installments beginning on the first anniversary of the date of grant.

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- (3) Each Restricted Stock Unit represents a right to receive one share of Common Stock.
- (4) The Restricted Stock Units vest in three years from the date of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.