WESCO INTERNATIONAL INC

Form 4

March 06, 2014

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

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

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * **DUGANIER ALLAN A**

225 WEST STATION SQUARE

2. Issuer Name and Ticker or Trading

Symbol

WESCO INTERNATIONAL INC

[WCC]

(Last) (First) (Middle)

(Month/Day/Year)

03/04/2014

3. Date of Earliest Transaction

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

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Number:

Expires:

response...

Director 10% Owner _X__ Officer (give title Other (specify

below)

Director of Internal Audit

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

PITTSBURGH, PA 152	1	(
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DRIVE, SUITE 700

(City)	(State) (Zip	Table I	- Non-Der	ivative Se	curit	ies 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. Transactic Code (Instr. 8)	4. Securities Acquired (A) onor Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
WESCO			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
WESCO International, Inc. Common Stock	03/04/2014		M	2,082	A	\$ 60.05	3,739	D	
WESCO International, Inc. Common Stock	03/04/2014		M	1,311	A	\$ 64.33	5,050	D	
WESCO International, Inc. Common	03/04/2014		M	532	A	\$ 72.15	5,582	D	

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Stock							
WESCO International, Inc. Common Stock	03/04/2014	D	2,891	D	\$ 85.73	2,691	D
WESCO International, Inc. Common	03/04/2014	F	336	D	\$ 85.73	2,355	D

Stock

WESCO
International,
Inc. Common
Stock

\$ 1,355 D 85.5007 1,000 D

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 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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Derivative Expiration Date of (Month/Day/Y quired or posed of str. 3, 4,		7. Title and A Underlying S (Instr. 3 and A	Securities
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 60.05	03/04/2014		M	2,	,082	(2)	02/16/2021	Common Stock	2,082
Stock Appreciation Right	\$ 64.33	03/04/2014		M	1,	,311	(3)	02/16/2022	Common Stock	1,311
Stock Appreciation Right	\$ 72.15	03/04/2014		M	5	532	<u>(4)</u>	02/21/2023	Common Stock	532

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DUGANIER ALLAN A 225 WEST STATION SQUARE DRIVE SUITE 700 PITTSBURGH, PA 15219

Director of Internal Audit

Signatures

/s/ Samantha L. O'Donoghue, as Attorney-In-Fact

03/06/2014

**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).
 - This represents the weighted average price paid for the shares. The shares were sold at prices ranging from \$85.00 to \$85.504. Mr.
- (1) Duganier will provide, upon request of the SEC staff, WESCO International, Inc., or a shareholder of WESCO International, Inc., complete information regarding the number of shares purchased at each price within the range.
- (2) The Stock Appreciation Right became exercisable in three (3) equal, annual installments beginning on February 16, 2012.
- (3) The Stock Appreciation Right becomes exercisable in three (3) equal, annual installments beginning on February 16, 2013.
- (4) The Stock Appreciation Right becomes exercisable in three (3) equal, annual installments beginning on February 21, 2014.

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.

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