

WESCO INTERNATIONAL INC

Form DEFA14A

May 03, 2007

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549  
SCHEDULE 14A  
(RULE 14a-101)**

**SCHEDULE 14A INFORMATION**

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No.     )

Filed by the Registrant ☐

Filed by a Party other than the Registrant ☐

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- ☐ Definitive Proxy Statement
- ☐ Definitive Additional Materials
- ☐ Soliciting Material Pursuant to Section 240.14a-12

WESCO INTERNATIONAL, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement)

Payment of Filing Fee (Check the appropriate box):

- ☐ No fee required.
- ☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
  - (1) Title of each class of securities to which transaction applies:
  - (2) Aggregate number of securities to which transaction applies:
  - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  - (4) Proposed maximum aggregate value of transaction:
  - (5) Total fee paid:
- ☐ Fee paid previously with preliminary materials.
- ☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
  - (1) Amount Previously Paid:
  - (2) Form, Schedule or Registration Statement No.:
  - (3) Filing Party:

(4) Date Filed:

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**WESCO INTERNATIONAL, INC.**  
**225 West Station Square Drive, Suite 700**  
**Pittsburgh, Pennsylvania 15219-1122**

**May 3, 2007**

## ADDITIONAL INFORMATION FOR 2007 ANNUAL MEETING OF STOCKHOLDERS AND RELATED PROXY MATERIALS

**DATE AND TIME** **Wednesday, May 23, 2007 at 2:00 p.m., E.D.T.**

**PLACE** **WESCO International, Inc.**  
**Company Headquarters**  
**225 West Station Square Drive**  
**Suite 700**  
**Pittsburgh, PA 15219-1122**

**RECORD DATE** **April 9, 2007**

<p><b>ITEMS OF BUSINESS</b></p>	<ol style="list-style-type: none"> <li><b>1. Elect Three Class II Directors for a three-year term expiring in 2010.</b></li> <li><b>2. Ratify the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2007.</b></li> <li><b>3. Transact any other business properly brought before the Annual Meeting.</b></li> </ol>
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**Dear Stockholders:**

***This is additional information for the 2007 Annual Meeting of Stockholders*** and the related proxy materials of WESCO International, Inc. (the Company ). It is being mailed to the stockholders of the Company who are eligible to vote at the Annual Meeting to be held on May 23, 2007, at the time and for the purposes set forth in the Notice of 2007 Annual Meeting and the accompanying Proxy Statement, which were first mailed to stockholders of the Company on or about April 23, 2007. Only holders of record of the Company's Common Stock, par value \$.01 per share, at the close of business on April 9, 2007 are entitled to vote at the Annual Meeting.

***The Company is sending this notice to clarify*** that the proxy card which accompanied the Notice and Proxy Statement inadvertently contained a typographical error stating that the three nominees for election as Directors will be elected for a two-year term to expire in 2010. As stated in the Notice and Proxy Statement, the three Directors are to be elected for a three-year term expiring 2010, and the Board consists of nine Directors and is divided into three classes serving staggered, three-year terms.

***If you have already voted your proxy*** via Internet, telephone, or mail, it will be voted as you indicated, with the result that the Director nominees, if duly elected and qualified, will be elected for a three-year term expiring in 2010. ***No further action is required.***

*If you have not yet voted your proxy*, but plan to do so before the Annual Meeting, it will be voted as you indicate, with the result that the Director nominees, if duly elected and qualified, will be elected for a three-year term expiring in 2010.

***If you wish to change your vote***, you may revoke your proxy at any time before the issue is voted at the Annual Meeting by delivering a revised proxy bearing a later date, by voting by ballot at the Annual Meeting, or by delivering a written notice withdrawing your proxy to our Corporate Secretary at our address provided above.

You can view the Company's Annual Report and Proxy Statement at [www.wesco.com/annualreport](http://www.wesco.com/annualreport).