

WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORP

Form 8-K/A

September 09, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**FORM 8-K/A**

**(Amendment No. 1)**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**

**The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) May 11, 2011**

**WESTINGHOUSE AIR BRAKE TECHNOLOGIES**  
**CORPORATION**

**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**

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(State or Other Jurisdiction

of Incorporation)

**1-13782**  
(Commission

File Number)

**25-1615902**  
(IRS Employer

Identification No.)

**1001 Airbrake Avenue**

**Wilmerding, Pennsylvania**  
(Address of Principal Executive Offices)

**(412) 825-1000**

**15148**  
(Zip Code)

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Explanatory Note**

This Current Report on Form 8-K/A, Amendment No. 1 (the "Amendment"), amends Item 5.07 of the Current Report on Form 8-K filed by Westinghouse Air Brake Technologies Corporation (the "Company") on May 16, 2011 (the "Original Filing"). The Original Filing was filed to report, among other things, the results of the matters submitted to a vote at the Company's Annual Meeting of Stockholders held on May 11, 2011. This Amendment discloses the Company's decision in light of such vote as to how frequently the Company will include a stockholder advisory (non-binding) vote on named executive compensation. No other changes are being made to the Original Filing.

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

As previously reported and as recommended by the Board of Directors in its proxy materials, with respect to the advisory vote relating to how often the Company should conduct a stockholder advisory vote on named executive officer compensation, one year received the favorable majority of the votes. The results of such vote are as follows:

1 year	2 years	3 years	Abstained	Broker Non-Vote
37,331,676	123,759	2,939,949	2,302,876	2,132,927

Based on the voting results and other factors, the Board of Directors of the Company has determined that it will hold a stockholder advisory (non-binding) vote on named executive officer compensation at each Annual Meeting of Stockholders of the Company, until the next advisory vote relating to how often the Company should conduct a stockholder advisory vote on named executive officer compensation, which shall be no later than the Company's Annual Meeting of Stockholders in 2017.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WESTINGHOUSE AIR BRAKE TECHNOLOGIES  
CORPORATION

By: /s/ Alvaro Garcia-Tunon  
Alvaro Garcia-Tunon

Executive Vice President, Chief Financial Officer  
and Secretary

Date: September 8, 2011