

WESCO INTERNATIONAL INC

Form 4

April 30, 2015

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 *
VAN OSS STEPHEN A

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)
04/28/2015

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
SVP & COO

(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	(A) or (D)	Price
WESCO International Common Stock	04/28/2015		M		75,000	A	\$ 31.65 176,445
WESCO International Common Stock	04/28/2015		D		33,528	D	\$ 70.8 142,917
WESCO International Common	04/28/2015		F		19,115	D	\$ 70.8 123,802

Stock

WESCO

International
Common
Stock

04/29/2015

S

21,857

D

\$

71.4962
(1)

101,945

D

WESCO

International
Common
Stock

04/29/2015

S

500

D

\$ 70.844
(2)

101,445

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. Transaction Code (Instr. 8)	5. Number of Derivative 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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 31.65	04/28/2015		M		75,000		<u>(3)</u>	07/01/2015	Common Stock	75,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VAN OSS STEPHEN A 225 WEST STATION SQUARE DRIVE SUITE 700 PITTSBURGH, PA 15219	X		SVP & COO	

Signatures

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

04/30/2015

**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 \$70.88 to \$71.87. Mr. Van

(1) Oss will provide, upon request of the SEC staff, WESCO International, Inc., or a stockholder of WESCO International, Inc., complete information regarding the number of shares sold at each price within the range.

This represents the weighted average price paid for the shares. The shares were sold at prices ranging from \$70.82 to \$70.87. Mr. Van

(2) Oss will provide, upon request of the SEC staff, WESCO International, Inc., or a stockholder of WESCO International, Inc., complete information regarding the number of shares sold at each price within the range.

(3) The July 1, 2005 Stock Appreciation Right became exercisable in three (3) equal, annual installments which were exercisable July 1, 2006, July 1, 2007 and July 1, 2008.

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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