SEC Form 4

(Last)

30 ISABELLA ST.

FORM 4

(First)

(Middle)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

3. Date of Earliest Transaction (Month/Day/Year)

OMB APPROVAL

Officer (give title

below)

3235-0287

Other (specify

below)

05

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMEN	OMB Number: 3235 Estimated average burden			
obligations may continue. See Instruction 1(b).	Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940		hours per response	ə:
1. Name and Address of Reporting Person' Faiveley Erwan	*	2. Issuer Name and Ticker or Trading Symbol WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORP [WAB]	5. Relationship of R (Check all applicabl X Director	le)) to Issuer 0% Owner

02/22/2021

(Street)			4.	4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable Line)			
PITTSBURGH	H PA							X	Form filed by On	e Reporting Per	son		
(City)	(State)	(Zip)								Form filed by More than One Reporting Person			
		Table I - N	on-Derivativ	e Securities Ac	quire	d, D	isposed o	f, or B	eneficially	Owned			
1. Title of Securit	ty (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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		Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	2		02/22/2021		s		13,127	D	\$75.46(1)	5,732,434	I	Please see footnote	
Common Stock	Σ.		02/23/2021		s		900	D	\$75 ⁽²⁾	5,731,534	I	Please see footnote	
Common Stock	(02/24/2021		s		5,868	D	\$75.075 ⁽³⁾	5,725,666	I	Please see footnote	

Common	Stock - Dir	rect											7,864	D	
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. 5. Number Transaction of Code (Instr. Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$75.00 to \$75.80 inclusive. The reporting person undertakes to provide to Westinghouse Air Brake Technologies Corporation ("Wabtec"), any security holder of Wabtec, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (1) to this Form 4.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$75.00 to \$75.015 inclusive. The reporting person undertakes to provide to Westinghouse Air Brake Technologies Corporation, any security holder of Wabtec, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2) to this Form 4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$75.00 to \$75.39 inclusive. The reporting person undertakes to provide to Westinghouse Air Brake Technologies Corporation, any security holder of Wabtec, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (3) to this Form 4.

Remarks:

In connection with the consummation of certain transactions contemplated by that certain Share Purchase Agreement, dated as of October 6, 2015 (as amended, the "Purchase Agreement"), among Financiere Faiveley S.A., a French societe anonyme ("FinF"), Famille Faiveley Participations S.A.S., a French societe par actions simplifee ("FFP"), Mr. Francois Faiveley and Mr. Erwan Faiveley (collectively, the "Sellers"), Wabtec Corporation and FW Acquisition, LLC, on November 30, 2016, the Sellers received shares of common stock of Westinghouse Air Brake Technologies Corporation Issarts Capital S.A., a public limited liability company organized under the laws of Luxembourg ("Issarts"), is the successor by merger to FinF and FFP. Mr. Erwan Faiveley is the chairman of the board of directors of Issarts and has affiliations with entities that own a majority of the outstanding capital stock of Issarts. All shares of common stock of Wabtec held by Issarts are indicated as beneficially owned indirectly by Mr. Erwan Faiveley in this report because of his affiliations with Issarts, and Mr. Erwan Faiveley disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein. Except as expressly indicated herein, Mr. Erwan Faiveley disclaims beneficial ownership of all the shares held by Issarts and this report shall not be deemed an admission that, for purposes of Section 16 of the Exchange Act or otherwise, that Mr. Erwan Faiveley, Issarts or any holder of capital stock of Issarts is the beneficial owner of shares of common stock of Wabtec.

David L. DeNinno, POA for 02/24/2021 Erwan Faiveley

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.