SEC Form 5

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

OMB APPROVAL

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Form 4 Transactio	ons Reported.	Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940				
1. Name and Address FOSTER LEF	1 0	n*	2. Issuer Name and Ticker or Trading Symbol WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORP [WAB]		tionship of Reporting Perso all applicable) Director Officer (give title	10% Owner Other (specify	
(Last) 1001 AIR BRAK	(First) E AVENUE	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012		below)	below)	
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing ((Check Applicable	
WILMERDING	PA	15148		X	Form filed by One Repor	ting Person	
(City)	(State)	(Zip)			Form filed by More than Person	One Reporting	

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.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership
		(Month/Day/Year)	8)	Amount	(A) or (D)	Price			(Instr. 4)
Common Stock - Direct	12/05/2012		G	11,750	D	\$0.00 ⁽¹⁾	20,556	D	
Common Stock	12/05/2012		A	11,750	A	\$0.00 ⁽²⁾	11,750	Ι	Trust

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. Nur of Deriva Secur Acqui (A) or Dispo of (D) (Instr. and 5	ative rities ired osed 3, 4	Expiration Date e (Month/Day/Year) s		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative derivativ Security Securitie (Instr. 5) Benefici Owned Followin Reporter Transact	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. FMV of stock on December 5, 2012 was \$86.445 per share.

2. Stock was received as a gift to the Trust from Mr. Foster. FMV on December 5, 2012 was \$86.445 per share.

Remarks:

David M. Seitz, POA for Lee B. Foster

02/14/2013

** Signature of Reporting Person Date

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

 \ast 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.