# SEC Form 5

FORM 5

Form 3 Holdings Reported.

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

UNITED STATES SECU	<b>RITIES AND</b>	DEXCHANGE	COMMISSION

Washington, D.C. 20549

# ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0362

Estimated average burden	
hours per response:	1.0

X 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 of Reporting Person* WAHLSTROM SCOTT (Last) (First) (Middle) 1001 AIR BRAKE AVENUE			2. Issuer Name and Ticker or Trading Symbol <u>WESTINGHOUSE AIR BRAKE</u> <u>TECHNOLOGIES CORP</u> [ WAB ]     3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)     12/31/2008	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) VP - Human Resources				
(Street) WILMERDING (City)	PA (State)	15148 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	idual or Joint/Group Filing ( Form filed by One Report Form filed by More than C Person	ing Person		

#### 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.		1. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership
		(Monthi/Day/real)	5)	Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock - 401k	12/31/2008		J4	6.113	A	(1)	3,292.474 <sup>(1)</sup>	D	
Common Stock - Direct	12/30/2008		G4	2,720	D	(2)	22,100	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. Transaction Code (Instr. 8)	of Deriv Secur Acqu (A) or Dispo of (D) (Instr	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate	7. Title Amoun Securit Underl Derivat Securit and 4)	it of ties ying	Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The 401k plan is maintained in units. The adjustment reflects the change in the number of shares when converted from units. No actual transaction occurred.

2. Average of high and low price of stock on December 30, 2008 was \$38.365 per share.

## **Remarks:**

Alvaro Garcia-Tunon, POA for 02/12/2009

Scott Wahlstrom

\*\* 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.