

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 14A
(Rule 14a-101)
SCHEDULE 14A INFORMATION
PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE SECURITIES
EXCHANGE ACT OF 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under sec.240.14a-12

WESTINGHOUSE AIR BRAKE TECHNOLOGIES
CORPORATION

(NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

(NAME OF PERSON(S) FILING PROXY STATEMENT, IF OTHER THAN THE REGISTRANT)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:

 - (2) Aggregate number of securities to which transaction applies:

 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

 - (4) Proposed maximum aggregate value of transaction:

 - (5) Total fee paid:

- Fee paid previously with preliminary materials:
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
 - (1) Amount Previously Paid:

 - (2) Form, Schedule or Registration Statement No.:

 - (3) Filing Party:

 - (4) Date Filed:

**SUPPLEMENT TO THE PROXY STATEMENT
FOR THE 2020 ANNUAL MEETING OF
STOCKHOLDERS TO BE HELD ON FRIDAY, MAY 15, 2020**

This supplements the proxy statement of Westinghouse Air Brake Technologies Corporation (the “Company”) previously filed with the SEC and furnished to stockholders on April 3, 2020 in connection with the solicitation of proxies by the Board of Directors for the Company’s 2020 annual meeting of stockholders to be held on Friday, May 15, 2020, at 11:30 a.m., Eastern Time. At the annual meeting, among other items, stockholders will be asked to approve an advisory (non-binding) resolution relating to the approval of the Company’s named executive officer compensation (the “say-on-pay advisory proposal”), as described in the Proxy Statement.

This supplement is being filed with the SEC and being made available to stockholders on May 7, 2020. This supplement should be read in conjunction with the proxy statement.

Supplemental Disclosure Concerning Severance Arrangement for Mr. Santana.

On May 6, 2020, the Company and Rafael Santana, its President and CEO, signed a severance agreement. The material terms of the agreement are substantially the same as the February 25, 2019 summary of employment terms by which Mr. Santana joined the Company following the GE Transportation merger and disclosed in the proxy statement, except that upon termination of Mr. Santana’s employment by the Company other than for “cause” (as defined) or by Mr. Santana for “good reason” (as defined), Mr. Santana will be entitled to severance benefits equal to 200% of the sum of his then-current salary and target annual bonus amount plus accrued compensation and continued medical benefits for two years. In addition, the Company and Mr. Santana signed a change-in-control continuation agreement in substantially the form signed by other Company senior executives and described in the proxy statement.

Additional Information.

Wabtec’s advisory say-on-pay advisory proposal is subject to approval by stockholders at the annual meeting.

If you have already voted by internet, telephone or mail, you do not need to take any action unless you wish to change your vote. Proxy voting instructions already returned by stockholders (via internet, telephone or mail) will remain valid and will be voted at the annual meeting unless revoked.

Important information regarding how to vote your shares and how to change your vote is available in the proxy statement under the heading “General—How to Vote” and “General—Changing Your Vote”.

Other than the supplemental disclosure included above, this supplement does not revise or update any other information in the proxy statement. From and after the date of this supplement, any reference to the proxy statement are to the proxy statement as supplemented hereby.

By order of the Board of Directors,



David L. DeNinno
Executive Vice President,
General Counsel and
Secretary

May 7, 2020

The proxy statement and Wabtec’s annual report on Form 10-K for the year ended December 31, 2019 are available at www.proxyvote.com.
