SEC Form 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(b) of the Investment Company Act of 1940

1. Name and Address of Reporting Person
   Mastalerz John A Jr
   30 ISABELLA ST.
   PITTSBURGH PA 15212

2. Issuer Name and Ticker or Trading Symbol
   WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORP [ WAB ]

3. Date of Earliest Transaction (Month/Day/Year)
   07/31/2023

4. If Amendment, Date of Original Filed (Month/Day/Year)
   08/02/2023

5. Relationship of Reporting Person(s) to Issuer
   Director

   10% Owner

   Other (specify below)
   VP Fin., Corp. Controller, CAO

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   Form filed by More than One Reporting Person

Rule 10b5-1(c) Transaction Indication

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

Legend

A Securities Acquired (A) or Disposed Of (D)
(D) or Indirect (I) (Instr. 4)
Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)
Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)
Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
Nature of Indirect Beneficial Ownership (Instr. 4)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock - Direct</td>
<td>07/31/2023</td>
<td>M</td>
<td>350</td>
<td>A</td>
<td>$0</td>
<td>14,877</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock - Direct</td>
<td>07/31/2023</td>
<td>M</td>
<td>428</td>
<td>A</td>
<td>$0</td>
<td>15,305</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock - Direct</td>
<td>07/31/2023</td>
<td>M</td>
<td>1,190</td>
<td>A</td>
<td>$0</td>
<td>16,495</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock - Direct</td>
<td>07/31/2023</td>
<td>M</td>
<td>786</td>
<td>A</td>
<td>$0</td>
<td>17,281</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock - Direct</td>
<td>07/31/2023</td>
<td>S</td>
<td>2,754</td>
<td>D</td>
<td>$18.21</td>
<td>14,527</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock - Direct</td>
<td>07/31/2023</td>
<td>S</td>
<td>4,599</td>
<td>D</td>
<td>$18.21</td>
<td>9,786</td>
<td>D</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-Qualified Stock Option</td>
<td>$87.03</td>
<td>07/31/2023</td>
<td>M</td>
<td>350</td>
<td>03/01/2019 02/10/2025</td>
<td>Common Stock 350</td>
<td>$0</td>
<td>0</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Non-Qualified Stock Options</td>
<td>$78.33</td>
<td>07/31/2023</td>
<td>M</td>
<td>428</td>
<td>03/01/2023 02/07/2023</td>
<td>Common Stock 428</td>
<td>$0</td>
<td>0</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Non-Qualified Stock Option</td>
<td>$87.05</td>
<td>07/31/2023</td>
<td>M</td>
<td>1,190</td>
<td>03/01/2021 02/07/2021</td>
<td>Common Stock 1,190</td>
<td>$0</td>
<td>0</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Non-Qualified Stock Option</td>
<td>$81.21</td>
<td>07/31/2023</td>
<td>M</td>
<td>786</td>
<td>03/01/2024 02/11/2023</td>
<td>Common Stock 786</td>
<td>$0</td>
<td>393</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. 1,179 options granted in February 2021 vest 33.3% per year beginning March 1, 2022.

Remarks:

David L. DeNinno, POA for John Mastalerz

08/02/2023

** 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).


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.