

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 10-Q**

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the quarterly period ended March 31, 2026**

**OR**

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the transition period from**

**to**

**Commission file number: 033-90866**

**WESTINGHOUSE AIR BRAKE TECHNOLOGIES  
CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation or organization)

**30 Isabella Street Pittsburgh, Pennsylvania**

(Address of principal executive offices)

**25-1615902**

(I.R.S. Employer Identification No.)

**15212**

(Zip code)

**412-825-1000**

(Registrant's telephone number, including area code)

**Not applicable**

(Former name, former address and former fiscal year, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

Class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$.01 par value per share	WAB	New York Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer  Accelerated filer  Non-accelerated filer   
Emerging growth company  Smaller reporting company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

As of April 17, 2026, there were 169,677,346 shares of common stock, par value \$.01 per share, of the registrant outstanding.

**WESTINGHOUSE AIR BRAKE  
TECHNOLOGIES CORPORATION**

**March 31, 2026**

**FORM 10-Q**

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PART I—FINANCIAL INFORMATION

Item 1. FINANCIAL STATEMENTS

WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORPORATION  
CONDENSED CONSOLIDATED BALANCE SHEETS

<i>In millions, except par value</i>	Unaudited	
	March 31, 2026	December 31, 2025
<b>Assets</b>		
<b>Assets</b>		
Cash, cash equivalents and restricted cash	\$ 531	\$ 789
Accounts receivable	1,784	1,410
Unbilled accounts receivable	468	487
Inventories, net	2,850	2,745
Other current assets	340	263
Total current assets	5,973	5,694
Property, plant and equipment, net	1,653	1,616
Goodwill	10,625	10,216
Other intangible assets, net	4,239	3,838
Other noncurrent assets	706	705
Total noncurrent assets	17,223	16,375
Total Assets	\$ 23,196	\$ 22,069
<b>Liabilities and Shareholders' Equity</b>		
<b>Liabilities</b>		
Accounts payable	\$ 1,423	\$ 1,402
Customer deposits	1,006	1,015
Accrued compensation	515	490
Accrued warranty	269	266
Current portion of long-term debt	1,830	1,250
Other accrued liabilities	792	727
Total current liabilities	5,835	5,150
Long-term debt	4,708	4,291
Deferred income taxes	729	606
Other long-term liabilities	773	832
Total Liabilities	12,045	10,879
Commitments and contingencies (Note 14)		
<b>Equity</b>		
Common stock, \$.01 par value; 500.0 shares authorized and 171.9 shares issued; 169.9 and 170.6 outstanding at March 31, 2026 and December 31, 2025, respectively	1	1
Additional paid-in capital	8,020	8,069
Treasury stock, at cost, 2.0 and 1.3 shares, at March 31, 2026 and December 31, 2025, respectively	(416)	(190)
Retained earnings	4,187	3,878
Accumulated other comprehensive loss	(689)	(616)
Total Westinghouse Air Brake Technologies Corporation shareholders' equity	11,103	11,142
Noncontrolling interest	48	48
Total Equity	11,151	11,190
Total Liabilities and Equity	\$ 23,196	\$ 22,069

The accompanying notes are an integral part of these statements.

**WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORPORATION**  
**CONDENSED CONSOLIDATED STATEMENTS OF INCOME**

<i>In millions, except per share data</i>	Unaudited Three Months Ended March 31,	
	2026	2025
Net sales:		
Sales of goods	\$ 2,531	\$ 2,157
Sales of services	419	453
Total net sales	2,950	2,610
Cost of sales:		
Cost of goods	(1,616)	(1,450)
Cost of services	(273)	(260)
Total cost of sales	(1,889)	(1,710)
Gross profit	1,061	900
Operating expenses:		
Selling, general and administrative expenses	(401)	(307)
Engineering expenses	(56)	(46)
Amortization expense	(87)	(73)
Total operating expenses	(544)	(426)
Income from operations	517	474
Other income and expenses:		
Interest expense, net	(71)	(46)
Other income (expense), net	23	(2)
Income before income taxes	469	426
Income tax expense	(106)	(99)
Net income	363	327
Less: Net income attributable to noncontrolling interest	(1)	(5)
Net income attributable to Wabtec shareholders	\$ 362	\$ 322
<b>Earnings Per Common Share</b>		
Basic		
Net income attributable to Wabtec shareholders	\$ 2.12	\$ 1.88
Diluted		
Net income attributable to Wabtec shareholders	\$ 2.12	\$ 1.88
Weighted average shares outstanding		
Basic	170.0	170.5
Diluted	170.7	171.3

The accompanying notes are an integral part of these statements.

**WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORPORATION**  
**CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**

<i>In millions</i>	Unaudited Three Months Ended March 31,	
	2026	2025
Net income attributable to Wabtec shareholders	\$ 362	\$ 322
Foreign currency translation (loss) gain	(74)	116
Unrealized gain (loss) on derivative contracts	1	(3)
Change in unrealized loss on pension and post-retirement benefit plans	—	(1)
Other comprehensive (loss) income before tax	(73)	112
Income tax benefit related to components of other comprehensive income	—	1
Other comprehensive (loss) income, net of tax	(73)	113
Comprehensive income attributable to Wabtec shareholders	\$ 289	\$ 435

The accompanying notes are an integral part of these statements.

**WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORPORATION**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**

<i>In millions</i>	Unaudited Three Months Ended March 31,	
	2026	2025
<b>Operating Activities</b>		
Net income	\$ 363	\$ 327
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	139	120
Stock-based compensation expense	22	17
Below market intangible amortization	(10)	(10)
Changes in operating assets and liabilities, net of acquisitions and dispositions:		
Accounts receivable and unbilled accounts receivable	(305)	(226)
Inventories	(28)	(29)
Accounts payable	20	13
Accrued income taxes	62	44
Current and noncurrent customer deposits	(64)	31
Other accrued liabilities	12	(13)
Other operating activities	(12)	(83)
Net cash provided by operating activities	199	191
<b>Investing Activities</b>		
Acquisitions of businesses, net of cash acquired	(1,062)	—
Purchase of property, plant and equipment	(46)	(44)
Other investing activities	3	—
Net cash used for investing activities	(1,105)	(44)
<b>Financing Activities</b>		
Proceeds from debt, net of issuance costs	1,682	196
Payments of debt	(670)	(192)
Repurchase of stock	(242)	(98)
Cash dividends	(53)	(43)
Payment of income tax withholding on share-based compensation	(53)	(34)
Other financing activities	(8)	(1)
Net cash provided by (used for) financing activities	656	(172)
Effect of changes in currency exchange rates	(8)	8
Decrease in cash	(258)	(17)
Cash, cash equivalents and restricted cash, beginning of period	789	715
Cash, cash equivalents and restricted cash, end of period	\$ 531	\$ 698

The accompanying notes are an integral part of these statements.

**WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORPORATION**  
**CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY**  
(Unaudited)

<i>In millions</i>	Common Stock Shares	Common Stock Amount	Additional Paid-in Capital	Treasury Stock Shares	Treasury Stock Amount	Retained Earnings	Accumulated Other Comprehensive Loss	Non- controlling Interest	Total
<b>Balance, December 31, 2025</b>	171.9	\$ 1	\$ 8,069	(1.3)	\$ (190)	\$ 3,878	\$ (616)	\$ 48	\$ 11,190
Cash dividends (\$0.31 dividend per share)	—	—	—	—	—	(53)	—	—	(53)
Proceeds from treasury stock issued from the exercise of stock options and other benefit plans, net of tax	—	—	(71)	0.3	17	—	—	—	(54)
Stock based compensation	—	—	22	—	—	—	—	—	22
Net income	—	—	—	—	—	362	—	1	363
Other comprehensive loss, net of tax	—	—	—	—	—	—	(73)	—	(73)
Stock repurchase	—	—	—	(1.0)	(243)	—	—	—	(243)
Other	—	—	—	—	—	—	—	(1)	(1)
<b>Balance, March 31, 2026</b>	171.9	\$ 1	\$ 8,020	(2.0)	\$ (416)	\$ 4,187	\$ (689)	\$ 48	\$ 11,151

<i>In millions</i>	Common Stock Shares	Common Stock Amount	Additional Paid-in Capital	Treasury Stock Shares	Treasury Stock Amount	Retained Earnings	Accumulated Other Comprehensive Loss	Non- controlling Interest	Total
<b>Balance, December 31, 2024</b>	226.9	\$ 2	\$ 8,023	(55.6)	\$ (3,273)	\$ 6,185	\$ (846)	\$ 42	\$ 10,133
Cash dividends (\$0.25 dividend per share)	—	—	—	—	—	(43)	—	—	(43)
Proceeds from treasury stock issued from the exercise of stock options and other benefit plans, net of tax	—	—	(31)	0.3	(3)	—	—	—	(34)
Stock based compensation	—	—	17	—	—	—	—	—	17
Net income	—	—	—	—	—	322	—	5	327
Other comprehensive income, net of tax	—	—	—	—	—	—	113	—	113
Distribution to noncontrolling interest	—	—	—	—	—	—	—	(1)	(1)
Stock repurchase	—	—	—	(0.5)	(98)	—	—	—	(98)
Treasury stock retirement	(55.0)	(1)	—	55.0	3,305	(3,304)	—	—	—
<b>Balance, March 31, 2025</b>	171.9	\$ 1	\$ 8,009	(0.8)	\$ (69)	\$ 3,160	\$ (733)	\$ 46	\$ 10,414

The accompanying notes are an integral part of these statements.

**WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORPORATION**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE QUARTERLY PERIOD ENDED MARCH 31, 2026 (UNAUDITED)**

**1. BUSINESS**

Except as the context otherwise requires, all references to “we”, “our”, “us”, the “Company” and “Wabtec” refer to Westinghouse Air Brake Technologies Corporation and its consolidated subsidiaries. References to the “Parent Company” refer to Westinghouse Air Brake Technologies Corporation alone. Wabtec is a global provider of value-added, technology-based locomotives, equipment, systems, and services for the freight rail and passenger transit industries, as well as the mining, marine and industrial markets and applications. Our highly engineered rail and transit products, which are intended to enhance safety, improve productivity and reduce maintenance costs for customers, can be found on most locomotives, freight cars, passenger transit cars and buses around the world. Our core products and services are essential in the safe and efficient operation of freight rail and passenger transit vehicles. Wabtec is a global company with operations in over 50 countries and our products can be found in more than 100 countries throughout the world. In the first three months of 2026, approximately half of the Company’s Net sales came from customers outside the United States.

**2. ACCOUNTING POLICIES**

**Basis of Presentation** The unaudited condensed consolidated interim financial statements have been prepared in accordance with generally accepted accounting principles (“GAAP”) in the United States of America and the rules and regulations of the Securities and Exchange Commission and include the accounts of Wabtec and its subsidiaries in which Wabtec has a controlling interest. These condensed consolidated interim financial statements do not include all of the information and footnotes required for complete financial statements. In Management’s opinion, these financial statements reflect all adjustments of a normal, recurring nature necessary for a fair presentation of the results for the interim periods presented. Certain prior year amounts have been reclassified, where necessary, to conform to the current year presentation.

Results for these interim periods are not necessarily indicative of results to be expected for the full year, particularly in light of ongoing volatility in the macroeconomic environment caused by supply chain disruptions, labor availability, broad-based inflation, tariffs and trade negotiations, and the impacts from regional conflicts and war. These factors continue to impact our sales channels, supply chain, manufacturing operations, workforce, and other key aspects of our operations. We are unable to reasonably predict the full impact of these factors due to the high degree of uncertainty regarding their duration and severity, their potential impact on global economic activity, and the impact that current and new sanctions and tariffs may have on our business, global supply chain operations and our customers, suppliers, and end-markets.

The Company operates on a four-four-five week accounting quarter, and the quarters end on or about March 31, June 30, September 30, and December 31.

The notes included herein should be read in conjunction with the audited consolidated financial statements included in Wabtec’s Annual Report on Form 10-K for the year ended December 31, 2025. The December 31, 2025 information included herein has been derived from the Company’s Annual Report on Form 10-K for the year ended December 31, 2025.

**Use of Estimates** The preparation of financial statements in conformity with GAAP in the United States requires the Company to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Actual amounts could differ from the estimates. On an ongoing basis, Management reviews its estimates based on currently available information. Changes in facts and circumstances may result in revised estimates.

**Revenue Recognition** A majority of the Company’s revenues are derived from performance obligations that are satisfied at a point in time when control passes to the customer. The remaining revenues are earned over time. Generally, for performance obligations satisfied at a point in time, control passes at the time of shipment in accordance with agreed upon delivery terms.

The Company also has long-term customer agreements involving the design and production of highly engineered products that require revenue to be recognized over time because these products have no alternative use without significant economic loss, and the agreements contain an enforceable right to payment including a reasonable profit margin from the customer in the event of contract termination. Additionally, the Company has customer agreements involving the creation or enhancement of an asset that the customer controls which also require revenue to be recognized over time. Generally, the Company uses an input method for determining the amount of revenue, cost and gross margin to recognize over time for these customer agreements. The input methods used for these agreements include costs of material and labor, both of which give an accurate representation of the progress made toward complete satisfaction of a particular performance obligation. The Company may also use the output method which recognizes revenue based on direct measurements of the value transferred to the customer. Contract revenues and cost estimates are reviewed and revised periodically throughout the year and adjustments are reflected in the accounting period as such amounts are determined.

Due to the nature of work required to be performed on the Company's long-term projects, the estimation of total revenue and cost at completion is subject to many variables and requires significant judgment. Contract estimates related to long-term projects are based on various assumptions to project the outcome of future events that could span several years. These assumptions include cost of materials; labor availability and productivity; complexity of the work to be performed; and the performance of suppliers, customers and subcontractors that may be associated with the contract. We have a disciplined process where Management reviews the progress of long term-projects periodically throughout the year. As part of this process, Management reviews information including key contract matters, progress towards completion, identified risks and opportunities and any other information that could impact the Company's estimates of revenue and costs. After completing this analysis, any adjustments to net sales, cost of goods sold, and the related impact to operating income are recognized as necessary in the period they become known.

Generally, the Company's revenue contains a single performance obligation for each distinct good or service; however, a single contract may have multiple performance obligations comprising multiple promises to customers. When there are multiple performance obligations, revenue is allocated based on the relative stand-alone selling price. Pricing is defined in our contracts on a line item basis and includes an estimate of variable consideration when required by the terms of the individual customer contract. Types of variable consideration the Company typically has include volume discounts, prompt payment discounts, price escalation clauses, liquidating damages, and performance bonuses. Sales returns and allowances are also estimated and recognized in the same period the related revenue is recognized, based upon the Company's experience and future expectations.

Remaining performance obligations represent the allocated transaction price of unsatisfied or partially unsatisfied performance obligations. As of March 31, 2026, the Company's remaining performance obligations were approximately \$30.8 billion. The Company expects to recognize revenue of approximately 30% of the remaining performance obligations over the next 12 months, with the remainder recognized thereafter.

**Revolving Receivables Program** The Company utilizes its Revolving Receivables Program to request borrowings from a financial institution against certain collateralized receivables for up to \$450 million. The Company and certain of its subsidiaries (the "Originators") contribute receivables to our bankruptcy-remote subsidiary, which can then be collateralized on a recurring basis. As customers pay their balances, we transfer additional receivables into the program. Borrowings and repayments under the Revolving Receivables Program are classified as Financing activities on our Condensed Consolidated Statement of Cash Flows, with any outstanding collateralized balance at period end classified as debt on our Condensed Consolidated Balance Sheets.

The bankruptcy remote subsidiary is a separate legal entity with its own creditors, and its assets are not available to pay creditors of the Company or any other affiliates of the Company. The receivables transferred to the program are fully guaranteed by our bankruptcy-remote subsidiary, which holds additional receivables that are pledged as collateral under this facility. The Company has agreed to guarantee the performance of the Originators' respective obligations under the revolving agreement. Neither the Company (except for the bankruptcy-remote consolidated subsidiary referenced above) nor the Originators guarantees the collectability of the receivables under the revolving agreements.

At March 31, 2026 and December 31, 2025, the bankruptcy-remote subsidiary held receivables of \$716 million and \$623 million, respectively, which are included in the Company's Condensed Consolidated Balance Sheets. The receivables held by the bankruptcy-remote subsidiary collateralize the outstanding borrowings. There were outstanding borrowings of \$445 million at March 31, 2026 and no outstanding borrowings at December 31, 2025. The transfers are recorded at the fair value of the proceeds received and obligations assumed less derecognized receivables, if applicable. Our maximum exposure to losses related to these receivables transferred to the program is limited to the amount outstanding.

**Restricted Cash** At March 31, 2026 and December 31, 2025, the Company classified cash of \$10 million and \$25 million, respectively, as restricted, primarily for cash held in escrow related to acquisitions.

**Depreciation Expense** Depreciation of property, plant and equipment related to the manufacturing of products or services provided is included in Cost of goods or Cost of services. Depreciation of other property, plant and equipment that is not attributable to the manufacturing of products or services provided is included in Selling, general and administrative expenses or Engineering expenses to the extent the property, plant, and equipment is used for research and development purposes.

**Goodwill and Intangible Assets** Goodwill and other intangible assets with indefinite lives are not amortized. Other intangibles (with definite lives) are amortized on a straight-line basis over their estimated economic lives. Amortizable intangible assets are reviewed for impairment when indicators of impairment are present. The Company tests goodwill and indefinite-lived intangible assets for impairment at the reporting unit level at least annually. The Company performs its annual impairment test during the fourth quarter after the annual forecasting process is completed, and also tests for impairment whenever events or changes in circumstances indicate that the carrying value may not be recoverable. The Company will perform either a qualitative or quantitative test for goodwill, performing a quantitative test for each identified reporting unit if

the qualitative test indicates that it is more likely than not that the fair value of a reporting unit is less than the carrying amount and at least every three years. Periodically, Management of the Company assesses whether or not an indicator of impairment is present that would necessitate an impairment analysis be performed. No impairment indicators were identified during the current quarter.

**Accounting Standards Recently Issued** In November 2024, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2024-03, *Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses*. The amendments in this update require entities to disclose disaggregated information about certain costs and expenses in commonly presented income statement expense captions. The amendments will require increased interim and annual footnote disclosures either prospectively or retrospectively for reporting periods presented in interim and annual company filings. The amendments in this update do not affect the recognition, measurement, or financial statement presentation of income statement expenses and will be effective for Wabtec's annual reporting periods beginning January 1, 2027 and interim reporting periods beginning January 1, 2028. The Company is assessing the extent of the impact of the amendments on its future filings.

**Accumulated Other Comprehensive Loss** Comprehensive income (loss) comprises both Net income and Other comprehensive income (loss) resulting from the change in equity from transactions and other events and circumstances from non-owner sources.

The changes in Accumulated other comprehensive loss by component, including any tax impacts, for the three months ended March 31, 2026 and 2025 are as follows:

<i>In millions</i>	Foreign currency translation		Derivative contracts		Pension and postretirement benefit plans		Total	
	2026	2025	2026	2025	2026	2025	2026	2025
Balance at beginning of year	\$ (589)	\$ (818)	\$ 21	\$ 17	\$ (48)	\$ (45)	\$ (616)	\$ (846)
Other comprehensive (loss) income before reclassifications	(74)	116	2	(2)	—	(1)	(72)	113
Amounts reclassified from Accumulated other comprehensive loss	—	—	(1)	—	—	—	(1)	—
Other comprehensive (loss) income, net of tax	(74)	116	1	(2)	—	(1)	(73)	113
Balance at end of period	\$ (663)	\$ (702)	\$ 22	\$ 15	\$ (48)	\$ (46)	\$ (689)	\$ (733)

Amounts included under Derivative contracts related to interest rate hedges reclassified from Accumulated other comprehensive loss are recognized in "Interest expense, net" with the tax impact recognized in "Income tax expense" on the Condensed Consolidated Statements of Income. All other amounts reclassified from Accumulated other comprehensive loss are recognized in "Other income (expense), net" with the tax impact recognized in "Income tax expense" on the Condensed Consolidated Statements of Income.

**Treasury Stock** During the first quarter of 2025, the Company retired 55 million shares of treasury stock. The retirement of treasury stock is recognized as a deduction from common stock for the shares' par value and any excess over par as a deduction from retained earnings.

**Supply Chain Financing Program** The Company has entered into supply chain financing arrangements with third-party financial institutions to provide our vendors with enhanced payment options while providing the Company with added working capital flexibility. The Company does not provide any guarantees under these arrangements, does not have an economic interest in our suppliers' voluntary participation, does not receive an economic benefit from the financial institutions, and no assets are pledged under the arrangements. The arrangements do not change the payable terms negotiated by the Company and our vendors, which range between net 30 and net 180 days, and do not result in a change in the classification of amounts due as Accounts payable in the Condensed Consolidated Balance Sheets. Suppliers utilized the program to accelerate receipt of payment from these financial institutions for \$268 million and \$285 million of the Company's outstanding Accounts payable as of March 31, 2026 and December 31, 2025, respectively. The supplier invoices included under the program require payment in full to the financial institutions consistent with the Company's normal terms and conditions as agreed upon with the vendor.

### 3. ACQUISITIONS

On February 10, 2026, Wabtec acquired Dellner Couplers, a global leader in highly engineered safety-critical train connection systems and services for passenger rail rolling stock, for approximately \$1.053 billion. The acquisition brings highly attractive and complementary technologies to Wabtec and strengthens its portfolio of mission-critical passenger rail systems. Dellner Couplers reports within the Transit Segment. The acquisition was funded with a combination of cash on hand and borrowings under other sources of available liquidity.

The following table summarizes the preliminary fair value of the Dellner Couplers assets acquired and liabilities assumed:

*In millions*

<b>Assets acquired</b>	
Cash and cash equivalents	\$ 17
Accounts receivable	58
Unbilled accounts receivable	3
Inventory	77
Other current assets	33
Property, plant and equipment	53
Goodwill	475
Other intangible assets	531
Other noncurrent assets	9
Total assets acquired	<u>1,256</u>
<b>Liabilities assumed</b>	
Current liabilities	76
Noncurrent liabilities	127
Total liabilities assumed	<u>203</u>
Net assets acquired	<u>\$ 1,053</u>

On December 1, 2025, Wabtec acquired Frauscher Sensor Technology Group GmbH ("Frauscher"), a global market leader in train detection, wayside object control solutions and axle counting systems for approximately \$792 million. The acquisition strengthens the Company's product portfolio by adding highly attractive and complementary railway signaling technologies. Frauscher reports within the Digital Intelligence product line of the Freight Segment. The acquisition was funded with a combination of cash on hand, proceeds from the 2025 Term Credit Agreement and borrowings under other sources of available liquidity.

The following table summarizes the preliminary fair value of the Frauscher assets acquired and liabilities assumed:

***In millions***

<b>Assets acquired</b>	
Cash and cash equivalents	\$ 27
Accounts receivable	48
Inventory	49
Other current assets	6
Property, plant and equipment	14
Goodwill	372
Other intangible assets	405
Other noncurrent assets	24
Total assets acquired	945
<b>Liabilities assumed</b>	
Current liabilities	35
Noncurrent liabilities	118
Total liabilities assumed	153
Net assets acquired	\$ 792

On July 1, 2025, Wabtec acquired 100% ownership in Evident's Inspection Technologies division ("Inspection Technologies") for approximately \$1.797 billion. Inspection Technologies was formerly part of the Scientific Solutions Division of Olympus Corporation, a global leader in Non-Destructive Testing, Remote Visual Inspection and Analytical Instruments solutions for mission critical assets. Inspection Technologies' leading industry presence and innovative product portfolio is expected to significantly expand Wabtec's capabilities, adding advanced automated inspection capabilities, driving technology in a space where data acquisition, analytics and automation are critical. Inspection Technologies reports within the Digital Intelligence product line of the Freight Segment. The acquisition was funded with a combination of cash on hand, proceeds from the 2035 Notes, and borrowings under other sources of available liquidity.

The following table summarizes the preliminary fair value of the Inspection Technologies assets acquired and liabilities assumed:

<i>In millions</i>	
<b>Assets acquired</b>	
Cash and cash equivalents	\$ 42
Accounts receivable	86
Inventory	144
Other current assets	7
Property, plant and equipment	59
Goodwill	938
Customer relationships	411
Trade names	142
Acquired technology	170
Other noncurrent assets	37
Total assets acquired	2,036
<b>Liabilities assumed</b>	
Current liabilities	68
Noncurrent liabilities	171
Total liabilities assumed	239
Net assets acquired	\$ 1,797

As of March 31, 2026, the measurement period remains open for these acquisitions, and the Company has not finalized the respective purchase accounting. The fair values of the assets acquired and liabilities assumed were determined using the income, cost and market approaches. Discounted cash flow models were used to estimate the fair values of acquired intangible assets. The fair value measurements were primarily based on significant inputs that are not observable in the market and are considered Level 3 in the fair value hierarchy.

Intangible assets acquired for each of these acquisitions include customer relationships and acquired technology that are subject to amortization, and trade names that were assigned an indefinite life and are not subject to amortization. Additionally, the Dellner Couplers acquired intangible assets include backlog which is subject to amortization. Contingent liabilities assumed as part of each transaction were not material. These estimates are preliminary in nature and subject to adjustments, which could be material as the Company has not completed its valuation of acquired assets and liabilities. Certain information necessary to complete the valuations of assets acquired and liabilities assumed and final income tax computations is not yet available. Any necessary adjustments will be finalized within one year from the date of each respective acquisition, once the Company has received the necessary information.

Goodwill was calculated as the difference between the acquisition date fair value of the consideration transferred and the fair value of the net assets acquired, and represents the assembled workforce and the future economic benefits, including synergies, that are expected to be achieved as a result of the acquisition. The purchased goodwill is not expected to be deductible for tax purposes for Dellner Couplers or Frauscher, and approximately half of the purchased goodwill is expected to be deductible for tax purposes for Inspection Technologies. The pro forma impact on Wabtec's sales and results of operations, including the pro forma effect of events that are directly attributable to these acquisitions, was not significant.

Also during 2025, the Freight Segment completed two additional acquisitions which were individually and collectively immaterial.

Transaction costs related to the completed acquisitions for the three months ended March 31, 2026 and 2025 were approximately \$13 million and \$10 million, respectively, and are included in Selling, general, and administrative expenses.

#### 4. INVENTORIES

The components of inventory, net of reserves, were:

<i>In millions</i>	March 31, 2026	December 31, 2025
Raw materials	\$ 1,295	\$ 1,194
Work-in-progress	698	698
Finished goods	857	853
Total inventories	<u>\$ 2,850</u>	<u>\$ 2,745</u>

#### 5. GOODWILL AND INTANGIBLE ASSETS

The change in the carrying amount of goodwill by segment is as follows:

<i>In millions</i>	Freight Segment	Transit Segment	Total
Balance at December 31, 2025	\$ 8,567	\$ 1,649	\$ 10,216
Additions/adjustments	6	475	481
Foreign currency impact	(12)	(60)	(72)
Balance at March 31, 2026	<u>\$ 8,561</u>	<u>\$ 2,064</u>	<u>\$ 10,625</u>

As of March 31, 2026 and December 31, 2025, the Company's trade names had a net carrying amount of \$906 million and \$851 million, respectively. The Company believes these intangibles have indefinite lives.

Intangible assets of the Company, other than goodwill and trade names, consist of the following:

<i>In millions</i>	March 31, 2026			December 31, 2025		
	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
Backlog	\$ 1,366	\$ (639)	\$ 727	\$ 1,311	\$ (613)	\$ 698
Customer relationships	2,278	(570)	1,708	2,000	(550)	1,450
Acquired technology	1,669	(771)	898	1,570	(731)	839
Total	<u>\$ 5,313</u>	<u>\$ (1,980)</u>	<u>\$ 3,333</u>	<u>\$ 4,881</u>	<u>\$ (1,894)</u>	<u>\$ 2,987</u>

At March 31, 2026, the weighted average remaining useful lives of backlog, customer relationships and acquired technology were 7 years, 17 years and 7 years, respectively. The backlog intangible asset primarily consists of in-place long-term agreements acquired by the Company in conjunction with the acquisition of GE Transportation and Dellner Couplers. Amortization expense for intangible assets was \$87 million for the three months ended March 31, 2026, and \$73 million for the three months ended March 31, 2025.

Amortization expense for the five succeeding years is estimated to be as follows:

<i>In millions</i>	
Remainder of 2026	\$ 270
2027	\$ 356
2028	\$ 354
2029	\$ 352
2030	\$ 339

## 6. CONTRACT ASSETS AND CONTRACT LIABILITIES

Contract assets include unbilled amounts resulting from sales under long-term contracts where revenue is recognized over time and revenue exceeds the amount that can be billed to the customer based on the terms of the contract. The current portion of the contract assets are classified as current assets under the caption "Unbilled accounts receivable" while the noncurrent contract assets are classified as other assets under the caption "Other noncurrent assets" on the Condensed Consolidated Balance Sheets. Noncurrent contract assets were \$130 million at March 31, 2026 and \$121 million at December 31, 2025. The Company has elected to use the practical expedient and does not consider unbilled amounts anticipated to be paid within one year as significant financing components.

Contract liabilities include customer deposits that are made prior to the incurrence of costs related to a newly agreed upon contract and advanced customer payments that are in excess of revenue recognized. The current portion of contract liabilities are classified as current liabilities under the caption "Customer deposits" while the noncurrent contract liabilities are classified as noncurrent liabilities under the caption "Other long-term liabilities" on the Condensed Consolidated Balance Sheets. Noncurrent contract liabilities were \$224 million at March 31, 2026 and \$259 million at December 31, 2025. These contract liabilities are not considered a significant financing component because they are used to meet working capital demands that can be higher in the early stages of a contract or revenue associated with the contract liabilities is expected to be recognized within one year. Contract liabilities also include provisions for estimated losses from uncompleted contracts. Provisions for loss contracts were \$61 million and \$82 million at March 31, 2026 and December 31, 2025, respectively. These provisions for estimated losses are classified as current liabilities and included within the caption "Other accrued liabilities" on the Condensed Consolidated Balance Sheets.

The change in the carrying amount of contract assets and contract liabilities for the three months ended March 31, 2026 and 2025 is as follows:

<i>In millions</i>	Contract Assets	
	2026	2025
Balance at beginning of year	\$ 609	\$ 720
Recognized in current year	177	194
Reclassified to accounts receivable	(189)	(184)
Acquisitions/adjustments	3	—
Foreign currency impact	(2)	7
Balance at March 31	\$ 598	\$ 737

<i>In millions</i>	Contract Liabilities	
	2026	2025
Balance at beginning of year	\$ 1,356	\$ 1,173
Recognized in current year	255	459
Amounts in beginning balance reclassified to revenue	(270)	(235)
Current year amounts reclassified to revenue	(73)	(195)
Acquisitions	19	—
Foreign currency impact	4	12
Balance at March 31	\$ 1,291	\$ 1,214

## 7. LEASES

The Company leases certain property, buildings and equipment. For leases with terms greater than 12 months, the Company records the related asset and obligation at the present value of lease payments. Many of the Company's leases include rental escalation clauses, renewal options, and/or termination options that are factored into our determination of lease payments when appropriate. The right-of-use assets are classified as noncurrent and included within the caption "Other noncurrent assets" on the Condensed Consolidated Balance Sheets. The current portion of lease liabilities are classified under the caption "Other accrued liabilities," while the noncurrent portion of lease liabilities are classified under the caption "Other long-term liabilities" on the Condensed Consolidated Balance Sheets. The Company does not separate lease and non-lease components. As most of the Company's leases do not provide a readily stated discount rate, the Company must estimate the rate to discount lease payments using its incremental borrowing rate.

Operating lease expense was \$21 million and \$16 million for the three months ended March 31, 2026 and 2025, respectively. New operating leases of \$6 million and \$8 million were added during the three months ended March 31, 2026 and 2025, respectively. Wabtec does not have material financing leases, short-term or variable leases or sublease income.

Scheduled payments of lease liabilities are as follows:

<i>In millions</i>	Operating Leases	
Remaining 2026	\$	59
2027		68
2028		58
2029		50
2030		43
Thereafter		155
Total lease payments		433
Less: Present value discount		(54)
Present value of lease liabilities	\$	379

The following table summarizes the remaining lease term and discount rate assumptions used to develop the present value of operating lease liabilities:

	March 31, 2026	December 31, 2025
Weighted-average remaining lease term (years)	7.7	7.9
Weighted-average discount rate	3.6 %	3.6 %

## 8. LONG-TERM DEBT

Long-term debt consisted of the following:

<i>In millions</i>	Effective Interest Rate	Face Value	March 31, 2026		December 31, 2025	
			Book Value	Fair Value <sup>1</sup>	Book Value	Fair Value <sup>1</sup>
<b>2025 Credit Agreement:</b>						
Revolving Credit Facility	4.2 %	N/A	\$ 427	\$ 427	\$ —	\$ —
Term Loan Facility, due 2030	5.1 %	\$ 725	721	725	721	725
<b>2025 Term Credit Agreement:</b>						
Term Loan, due 2026	4.8 %	\$ 500	500	500	500	500
<b>Senior Notes:</b>						
3.45% Senior Notes, due 2026	3.5 %	\$ 750	750	746	750	746
1.25% Senior Notes (EUR), due 2027	1.5 %	€ 500	574	556	583	575
4.70% Senior Notes, due 2028	4.8 %	\$ 1,250	1,247	1,251	1,247	1,266
4.90% Senior Notes, due 2030	5.1 %	\$ 500	496	503	496	512
5.611% Senior Notes, due 2034	5.7 %	\$ 500	496	512	496	526
5.50% Senior Notes, due 2035	5.6 %	\$ 750	743	760	743	783
Uncommitted Money Market Line Credit Agreement	4.1 %	N/A	51	51	—	—
Revolving Receivables Program	4.8 %	N/A	445	445	—	—
Other Borrowings			88	88	5	5
Total			6,538	6,564	5,541	5,638
Less: current portion			(1,830)	(1,826)	(1,250)	(1,246)
Long-term portion			\$ 4,708	\$ 4,738	\$ 4,291	\$ 4,392

1. See Note 13 for information on the fair value measurement of the Company's long-term debt.

Variances between Face Value and Book Value are the result of unamortized discounts and debt issuance fees as well as foreign exchange on the Euro Notes and euro denominated borrowings under the Revolving Credit Facility.

The Company has debt issuance costs related to certain financing transactions which are also amortized through interest expense. As of March 31, 2026 and December 31, 2025, the Company had total combined unamortized discount and debt issuance costs of \$24 million and \$26 million, respectively. Amortization of discounts and debt issuance fees are included in the calculation of Effective Interest Rate.

### Credit Agreements

On November 28, 2025, the Company entered into a new stand-alone credit agreement (the "2025 Term Credit Agreement") for a term loan of \$500 million. Borrowings under the 2025 Term Credit Agreement bear interest at a base rate plus an interest rate spread up to 1.50% based on the lower of the pricing corresponding to (i) the Company's Leverage Ratio or (ii) the Company's public credit rating. The frequency of interest payments varies based upon the Interest Election Request. The term loan issued under this agreement will mature on November 27, 2026. The obligations of the Company under this agreement are unsecured and have been guaranteed by certain of the Company's subsidiaries. The agreement contains affirmative, negative and financial covenants, and events of default customary for facilities of this type. Under the 2025 Term Credit Agreement, the Company has agreed to maintain the same Interest Coverage Ratio and Leverage Ratio as the 2025 Credit Agreement. The borrowing rate for the agreement is a variable rate assessed periodically in accordance with the terms of the agreement. At March 31, 2026, the interest rate was 4.7%.

On April 23, 2025, the Company entered into a new unsecured credit agreement (the "2025 Credit Agreement"), which amended, restated, and refinanced the prior credit agreements. The 2025 Credit Agreement provides for borrowings consisting of (i) a multi-currency revolving credit facility for a U.S. dollar equivalent of up to \$2.0 billion (the "Revolving Credit Facility") and (ii) a delayed draw term loan facility of \$725 million (the "Term Loan Facility"), all pursuant to the terms and conditions of the 2025 Credit Agreement. The Term Loan Facility was utilized to refinance outstanding borrowings with the remaining amount utilized as part of funding for the Inspection Technologies acquisition. The 2025 Credit Agreement includes an incremental facility that allows the Company to request, at prevailing market rates, an aggregate amount not to exceed \$1.0 billion, (a) increases to the borrowing commitments under the Revolving Credit Facility and/or (b) new incremental term

loan commitments (the "Incremental Facility"). The agreement contains affirmative, negative and financial covenants, and events of default customary for facilities of this type.

The Revolving Credit Facility matures on April 23, 2030. The Term Loan Facility was fully drawn at March 31, 2026, and all borrowings mature on April 23, 2030. Amounts borrowed and repaid under the Term Loan Facility may not be reborrowed. The applicable interest rate for borrowings under the 2025 Credit Agreement includes a base rate (per the Interest Election terms of the agreement) plus an interest rate spread up to 1.75% based on the lower of the pricing corresponding to (i) the Company's financial leverage or (ii) the Company's public credit rating. At March 31, 2026, the interest rate on the Term Loan Facility was 4.9%, and the interest rate on the Revolving Credit Facility was 4.9%. Obligations under the 2025 Credit Agreement have been guaranteed by certain of the Company's subsidiaries.

Under the 2025 Credit Agreement, the Company has agreed to maintain an Interest Coverage Ratio of at least 3.0 to 1.0, and a Leverage Ratio not to exceed 3.5 to 1.0. The Interest Coverage Ratio is calculated using an earnings metric as defined in the agreement compared to Interest Expense for the four quarters then ended. The Leverage Ratio is defined as net debt (total debt, net of up to \$500 million of unrestricted cash) as of the last day of such fiscal quarter to the defined earnings metric for the four quarters then ended. Additionally, the Company may effect an increase in the maximum Leverage Ratio in contemplation of a Material Acquisition. All terms are as defined in the 2025 Credit Agreement.

The following table presents availability under the 2025 Credit Agreement at March 31, 2026:

<i>In millions</i>	Revolving Credit Facility	Term Loan Facility	Total
Maximum Availability	\$ 2,000	\$ 725	\$ 2,725
Outstanding Borrowings	(427)	(725)	(1,152)
Letters of Credit Under Credit Agreement	—	—	—
Current Availability	\$ 1,573	\$ —	\$ 1,573

The Company was in compliance with all financial covenants in the 2025 Credit Agreement and the 2025 Term Credit Agreement as of March 31, 2026.

#### *Uncommitted Money Market Line Credit Agreement*

During the third quarter of 2024, the Company entered into an uncommitted bilateral money market line credit agreement which provides an aggregate borrowing capacity of \$150 million, for general business purposes and working capital needs. At March 31, 2026, the interest rate was 4.2%.

#### *Senior Notes*

The Company or its subsidiaries may issue senior notes from time to time. These notes are comprised of our 3.45% Senior Notes due 2026 (the "2026 Notes"), 1.25% Senior Notes (EUR) due 2027 (the "Euro Notes"), 4.70% Senior Notes due 2028 (the "2028 Notes"), 4.90% Senior Notes due 2030 (the "2030 Notes"), 5.611% Senior Notes due 2034 (the "2034 Notes"), and 5.50% Senior Notes due 2035 (the "2035 Notes"). The 2026 Notes, 2028 Notes, 2030 Notes, 2034 Notes, and 2035 Notes are the "US Notes", and collectively with the Euro Notes, the "Senior Notes." Interest on the US Notes is payable semi-annually and interest on the Euro Notes is paid annually. Each series of the Senior Notes may be redeemed at any time in whole or from time to time in part in accordance with the provisions of the indenture, under which such series of notes was issued. Each of the Senior Notes may be redeemed at a redemption price of 100% of the principal amount plus a specified make-whole premium and accrued interest. The US Notes and the Company's guarantee of the Euro Notes are senior unsecured obligations of the Company and rank pari passu with all existing and future senior debt, and are senior to all existing and future subordinated indebtedness of the Company.

On May 29, 2025, the Company issued (i) \$500 million of 4.90% Senior Notes due 2030 and (ii) \$750 million of 5.50% Senior Notes due 2035. The 2030 Notes and 2035 Notes were issued at approximately 100% of face value, and the Company recognized approximately \$12 million of total deferred financing costs. Interest on the 2030 Notes and 2035 Notes will accrue at a rate of 4.90% and 5.50%, respectively, per year, payable semi-annually on May 29 and November 29 of each year, commencing November 29, 2025. The 2030 Notes will mature on May 29, 2030, and the 2035 Notes will mature on May 29, 2035.

Proceeds from the 2030 Notes and cash on hand were utilized to repay the outstanding amount of notes due in 2025 at maturity. Proceeds from the 2035 Notes were utilized as part of funding for the Inspection Technologies acquisition, which closed July 1, 2025.

The indentures under which the Senior Notes were issued contain covenants and restrictions which limit, subject to certain exceptions, certain sale and leaseback transactions with respect to principal properties, the incurrence of secured debt without equally and ratably securing the Senior Notes, and certain merger and consolidation transactions. The covenants do not

require the Company to maintain any financial ratios or specified levels of net worth or liquidity. The US Notes are fully and unconditionally guaranteed, jointly and severally, on an unsecured basis by each of the Company's subsidiaries that is a guarantor under the 2025 Credit Agreement. The Euro Notes were issued by Wabtec Transportation Netherlands B.V. and are fully and unconditionally guaranteed by the Parent Company.

The Company is in compliance with the restrictions and covenants in the indentures under which the Senior Notes were issued and expects that these restrictions and covenants will not be any type of limiting factor in executing our operating activities.

## 9. STOCK-BASED COMPENSATION

The Company maintains employee stock-based compensation plans for stock options, restricted stock, and incentive stock units as governed by the 2011 Stock Incentive Compensation Plan, as amended and restated (the "2011 Plan") and the 2000 Stock Incentive Plan, as amended (the "2000 Plan"). The 2011 Plan has a term through May 15, 2030, and as of March 31, 2026, the number of shares available for future grants under the 2011 Plan was approximately 3.3 million shares. The Company also maintains a 1995 Non-Employee Directors' Fee and Stock Option Plan as amended and restated ("the Directors Plan").

Stock-based compensation expense was \$30 million and \$20 million for the three months ended March 31, 2026 and 2025, respectively. At March 31, 2026, unamortized compensation expense related to stock options, non-vested restricted shares and incentive stock units expected to vest was approximately \$154 million.

**Stock Options** Stock options can be granted to eligible employees and directors at an exercise price equal to fair market value, which is the average of the high and low Wabtec stock price on the date of grant. Options become exercisable over a three-year vesting period and expire 10 years from the date of grant. There were no stock options granted in the periods presented. At March 31, 2026, there were 85,947 shares issuable pursuant to exercisable stock options.

**Restricted Stock, Restricted Stock Units and Incentive Stock Units** As provided for under the 2011 Plan and 2000 Plan, eligible employees are granted restricted stock and restricted stock units that generally vest over three years from the date of grant. Under the Directors Plan, restricted stock awards vest one year from the date of grant. The restricted stock units are liability-classified equity awards as they can be settled in cash.

Annually, the Company issues incentive stock units to eligible employees that vest upon attainment of certain cumulative three-year performance goals, including a Relative Total Stockholder Return ("RTSR") modifier. The RTSR modifier can increase or decrease the payment by up to 20%. Significant judgments and estimates are used in determining the estimated three-year performance, which is then used to estimate the total shares expected to vest over the three-year vesting cycle and corresponding expense based on the grant date fair value of the award. When determining the estimated three-year performance, the Company utilizes a combination of historical actual results, budgeted results and forecasts. Upon the initial grant of a performance cycle, the Company estimates the three-year performance at 100%. Based on the Company's performance for each three-year period then ended, the incentive stock units can vest and be awarded ranging from 0% to 200% of the initial incentive stock units granted. As of March 31, 2026, the Company estimates that it will achieve 200%, 171% and 127% for the incentive stock awards expected to vest, inclusive of the RTSR modifier, based on the estimated performance for the three-year periods ending December 31, 2026, 2027, and 2028, respectively, and has recorded incentive compensation expense accordingly.

During the first quarter of 2026, the Company also issued an additional incentive stock unit grant for certain eligible employees. The grant has a one-year performance goal for 2026 and a three-year vesting period. Eligible employees vest from 0% to 100% of the initial incentive stock units granted based upon attainment of the 2026 performance goal. As of March 31, 2026, the Company estimates that it will achieve 80% of the one-year performance goal.

Quarterly, the Company reviews and updates performance estimates based on actual performance results and current projections. If the estimates of the number of these incentive stock units expected to vest changes in a future accounting period, cumulative compensation expense could increase or decrease and will be recognized in the current period for the elapsed portion of the vesting period and would change future expense for the remaining vesting period. The incentive stock units included in the table below represent the number of incentive stock units that are expected to vest based on the Company's estimate for meeting those established performance targets.

Compensation expense for the non-vested restricted stock and incentive stock units is based on the closing price of the Company's common stock on the date of grant and recognized over the applicable vesting period. Expense for incentive stock units is updated as necessary based on the Company's performance.

The following table summarizes the restricted stock, restricted stock unit and incentive stock unit activity and related information for the three months ended March 31, 2026:

	Restricted Stock and Units	Incentive Stock Units	Weighted Average Grant Date Fair Value
Outstanding at December 31, 2025	592,576	872,053	\$ 147.49
Granted	171,314	209,179	\$ 253.99
Vested	(246,376)	(348,127)	\$ 119.21
Adjustment for incentive stock awards expected to vest	—	50,959	\$ 152.21
Canceled	(1,854)	—	\$ 151.17
Outstanding at March 31, 2026	515,660	784,064	\$ 188.89

## 10. INCOME TAXES

The overall effective tax rate for the three months ended March 31, 2026 and 2025 was 22.7% and 23.2%, respectively. The year over year decrease in the effective rate for the three months ended March 31, 2026 was primarily driven by higher discrete equity compensation tax deductions.

## 11. EARNINGS PER SHARE

The Company's non-vested restricted stock contains rights to receive non-forfeitable dividends, and thus are participating securities requiring the two-class method of computing earnings per share. The calculation of earnings per share for common stock excludes the income attributable to the non-vested restricted stock from the numerator, which results in approximately 0.2% and 0.3% of Net income attributable to Wabtec shareholders being allocated to non-vested restricted stock for the three months ended March 31, 2026 and 2025, respectively. Additionally, the dilutive impact of the assumed conversion of non-vested restricted stock is excluded from the denominator of the diluted weighted average shares outstanding. The computation of basic and diluted earnings per share for Net income attributable to Wabtec shareholders is as follows:

<i>In millions, except per share data</i>	Three Months Ended March 31,	
	2026	2025
<b>Numerator</b>		
Net income attributable to Wabtec shareholders	\$ 362	\$ 322
Less: Net income allocated to non-vested restricted stock	(1)	(1)
Numerator for basic and diluted earnings per common share	\$ 361	\$ 321
<b>Denominator</b>		
Weighted average shares outstanding - basic	170.0	170.5
Effect of dilutive securities:		
Assumed conversion of dilutive stock-based compensation plans excluding non-vested restricted stock	0.4	0.4
Assumed conversion of dilutive non-vested restricted stock	0.3	0.4
Weighted average shares outstanding - diluted	170.7	171.3
<b>Earnings per common share attributable to Wabtec shareholders</b>		
Basic	\$ 2.12	\$ 1.88
Diluted	\$ 2.12	\$ 1.88

## 12. WARRANTIES

The following table reconciles the changes in the Company's product warranty reserve for the three months ended March 31, 2026 and 2025:

<i>In millions</i>	2026	2025
Balance at beginning of year	\$ 289	\$ 274
Warranty expense	27	26
Warranty claim payments	(27)	(31)
Acquisitions	6	—
Foreign currency impact/other	(3)	3
Balance at March 31	<u>\$ 292</u>	<u>\$ 272</u>

## 13. FAIR VALUE MEASUREMENT AND DERIVATIVE INSTRUMENTS

ASC 820 "Fair Value Measurements and Disclosures" defines fair value, establishes a framework for measuring fair value and explains the related disclosure requirements. ASC 820 indicates, among other things, that a fair value measurement assumes that the transaction to sell an asset or transfer a liability occurs in the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market for the asset or liability and defines fair value based upon an exit price model.

**Valuation Hierarchy.** ASC 820 establishes a valuation hierarchy for disclosure of the inputs to valuation used to measure fair value. This hierarchy prioritizes the inputs into three broad levels as follows. Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2 inputs are quoted prices for similar assets and liabilities in active markets or inputs that are observable for the asset or liability, either directly or indirectly through market corroboration, for substantially the full term of the financial instrument. Level 3 inputs are unobservable inputs based on the Company's assumptions used to measure assets and liabilities at fair value. A financial asset or liability's classification within the hierarchy is determined based on the lowest level input that is significant to the fair value measurement.

The Company's cash, cash equivalents and restricted cash are highly liquid investments purchased with an original maturity of three months or less and are considered Level 1 on the fair value valuation hierarchy. The fair value of cash, cash equivalents and restricted cash approximated the carrying value at March 31, 2026 and December 31, 2025. The Senior Notes are considered Level 2 based on the fair value valuation hierarchy.

**Hedging Activities** In the normal course of business, the Company is exposed to market risk related to interest rates, commodity prices and foreign currency exchange rate fluctuations, which may adversely affect our operating results and financial position. At times, we limit these risks through the use of derivatives such as cross-currency swaps, foreign currency forward contracts, interest rate swaps, commodity swaps and options. These hedging contracts are valued using broker quotations, or market transactions in either the listed or over-the-counter markets. As such, these derivative instruments are classified within Level 2. In accordance with our policy, derivatives are only used for hedging purposes. We do not use derivatives for trading or speculative purposes.

The Company uses forward contracts to hedge forecasted foreign currency denominated sales of finished goods and future settlement of foreign currency denominated assets and liabilities. The Company may use interest rate hedge contracts on certain investing and borrowing transactions to manage its net exposure to interest rate changes and to manage its overall cost of borrowing. The Company may also use commodity forward swaps to manage its exposure to commodity price changes and to reduce its overall cost of manufacturing.

The Company has also established balance sheet risk management and net investment hedging programs to protect its balance sheet against foreign currency exchange rate volatility. We conduct our business worldwide in U.S. dollars and the functional currencies of our foreign subsidiaries, including euro, Indian rupee, British pound sterling, Australian dollars, Canadian dollars, Brazilian real, Kazakhstani tenge, and several other foreign currencies. Changes in these foreign currency exchange rates could have a material adverse impact on our financial results that are reported in U.S. dollars. We are also exposed to foreign currency exchange rate risk related to our foreign subsidiaries, including intercompany loans denominated in non-functional currencies. We hedge these exposures using foreign currency swap contracts and cross-currency swaps to offset the potential income statement effects on intercompany loans denominated in non-functional currencies. These programs reduce but do not eliminate foreign currency exchange rate risk entirely. Net gains and losses related to the Company's hedging activities, except as described below, were not material for the three months ended March 31, 2026 and 2025.

During 2025, in connection with the acquisitions of Frauscher and Dellner Couplers, the Company entered into foreign exchange contracts for a notional value of €1,290 million to mitigate foreign currency exposure of the purchase prices. As part of the acquisition of Frauscher in the fourth quarter of 2025, the Company utilized foreign exchange forward contracts with a notional value of €690 million. As part of the acquisition of Dellner Couplers in the first quarter of 2026, the Company utilized foreign exchange forward contracts with a notional value of €600 million. The contracts are not designated as accounting hedges under Topic 815 of ASC, and as such, the gains and losses are recorded as a component of Other income (expense), net. For the three months ended March 31, 2026, these contracts resulted in a net gain of \$2 million.

At March 31, 2026, the Company had a total gross notional amount of designated and non-designated derivatives of \$478 million and \$496 million, respectively. At December 31, 2025, the Company had a total gross notional amount of designated and non-designated derivatives of \$467 million and \$1.355 billion, respectively. The related assets and liabilities at both March 31, 2026 and December 31, 2025 were not significant.

#### **14. COMMITMENTS AND CONTINGENCIES**

The Company is subject to a variety of environmental laws and regulations governing discharges to air and water, the handling, storage and disposal of hazardous or solid waste materials and the remediation of contamination associated with releases of hazardous substances. The Company believes its operations currently comply in all material respects with all of the various environmental laws and regulations applicable to our business; however, there can be no assurance that environmental requirements will not change in the future or that we will not incur significant costs to comply with such requirements.

Claims have been filed against the Company and certain of its affiliates in various jurisdictions across the United States by persons alleging bodily injury as a result of exposure to asbestos-containing products. The vast majority of the claims are submitted to insurance carriers for defense and indemnity, or to non-affiliated companies that retain the liabilities for the asbestos-containing products at issue. We cannot, however, assure that all of these claims will be fully covered by insurance, or that the indemnitors or insurers will remain financially viable. Our ultimate legal and financial liability with respect to these claims, as is the case with other pending litigation, cannot be estimated. A limited number of claims are not covered by insurance, nor are they subject to indemnity from non-affiliated parties. Management believes that the costs of the Company's asbestos-related cases will not be material to the Company's overall financial position, results of operations and cash flows.

During the third quarter of 2023, a competitor of the Company, Progress Rail ("Progress"), which is a Caterpillar Inc. company, sued the Company in the U.S. District Court for the District of Delaware asserting antitrust, breach of contract, unfair competition law, defamation and false advertising claims. The complaint challenged the Wabtec-GE Transportation merger and contended that since the merger, Wabtec had unlawfully monopolized the markets for long-haul freight locomotives, Tier IV long-haul freight locomotives and energy management systems by, among other things, failing to ensure that Progress' products are interoperable with Wabtec's locomotives and cab electronics. Progress sought an order requiring Wabtec to divest GE Transportation, unspecified treble damages for its alleged lost profits from reduced sales of locomotive and cab systems and attorneys' fees and costs. It also asked the court to enjoin Wabtec from engaging in the conduct and requiring the Company to comply with its agreements with Progress. On June 12, 2025, in response to a motion filed by Wabtec, the Court dismissed the antitrust claims against Wabtec saying that no harmful effects on competition resulting from the merger had been shown. Progress Rail subsequently filed an amended Complaint seeking to revive its antitrust claims. Wabtec filed another motion to dismiss the antitrust claims. In February 2026, the Company and Progress Rail agreed to settle all of Progress Rail's claims without admission of liability by the Company, and the settlement did not have any impact on the Company's operating results or cash flows.

From time to time the Company is involved in litigation relating to claims arising out of its operations in the ordinary course of business. As of the date hereof, the Company is involved in no litigation that the Company believes will have a material adverse effect on its financial condition, results of operations or liquidity.

#### **15. SEGMENT INFORMATION**

The Company has two reportable segments—the Freight Segment and the Transit Segment. The key factors used to identify these reportable segments are the organization and alignment of the Company's internal operations, the nature of the products and services and customer type. The Company's business segments are:

Freight Segment builds, rebuilds, upgrades, and overhauls locomotives, services locomotives and freight cars, and provides a range of component and digital solutions for customers in the freight and transit rail, mining, and marine industries. It also manufactures and services components for new and existing freight cars and locomotives, supplies railway electronics, positive train control equipment, signal design and engineering services, maintenance of way, and provides heat exchange and cooling systems for locomotives and power generation equipment. Customers include large, publicly traded railroads, leasing companies, manufacturers of original equipment such as locomotives and freight cars, and utilities, and also serves companies

in the mining, marine, and industrial markets and applications. We refer to sales of both goods, such as spare parts and equipment upgrades, and related services, such as monitoring, maintenance and repairs, as sales in our Services product line.

Transit Segment primarily manufactures and services components and train connection systems for new and existing passenger transit vehicles, typically regional trains, high speed trains, subway cars, light-rail vehicles and buses. It also refurbishes subway cars and provides heating, ventilation, and air conditioning equipment and doors for buses and subway cars. Customers include public transit authorities and municipalities, leasing companies and manufacturers of passenger transit vehicles and buses, and companies in the electrical generation, distribution, and charging industries.

Wabtec's chief operating decision maker ("CODM") is the Company's Chief Executive Officer, Rafael Santana. Mr. Santana utilizes Income (loss) from operations as the primary reported measure of segment profit or loss in assessing segment performance and deciding how to allocate resources. For both of the Company's segments, the CODM uses segment Income (loss) from operations to make operational and personnel related decisions across the business. The CODM considers actual, budgeted and forecasted Income (loss) from operations on a monthly basis for evaluating the performance of each segment and making decisions about allocating capital and other resources to each segment. Additionally, Gross margin is used by the CODM as a secondary measure of segment profit or loss in assessing segment performance and deciding how to allocate resources. For both of the Company's segments, the CODM uses segment Gross margin to make commercial and operational related decisions across the business.

Intersegment sales are accounted for at prices that are generally established by reference to similar transactions with unaffiliated customers. Corporate activities include general corporate expenses, elimination of certain intersegment transactions, interest income and expense and other unallocated charges. Segment assets for the Freight and Transit Segment include assets directly utilized for segment operations, as well as the related goodwill and intangible assets. Corporate segment assets include cash, cash equivalents, and restricted cash, equity method investment assets, certain tax assets, receivables held by our bankruptcy-remote facility, pension assets, corporate headquarters' assets and other asset balances that are managed outside of operating segments.

Cost of sales for both segments represents costs directly related to manufacturing products and providing services. Primary costs include raw materials, direct labor, overhead, shipping and handling, warehousing, and the depreciation of manufacturing, warehousing and distribution facilities. Selling, general and administrative expenses for both segments represent costs incurred in managing the business, including salary, benefits, professional fees and operating costs associated with each segment's non-manufacturing activities. The amounts of depreciation and amortization disclosed by reportable segment are included within their respective segment expense captions, such as Cost of sales, Selling, general & administrative expenses and Amortization expense.

Segment financial information for the three months ended March 31, 2026 is as follows:

<i>In millions</i>	Freight Segment	Transit Segment	Corporate Activities and Elimination	Total
Sales to external customers	\$ 2,115	\$ 835	\$ —	\$ 2,950
Cost of sales	(1,327)	(562)	—	(1,889)
Gross profit	\$ 788	\$ 273	\$ —	\$ 1,061
Gross margin	37.3 %	32.7 %		
Selling, general & administrative expenses	\$ (219)	\$ (128)	\$ (54)	\$ (401)
Engineering expenses	(43)	(13)	—	(56)
Amortization expense	(76)	(11)	—	(87)
Income (loss) from operations	450	121	(54)	517
Interest expense and other, net	—	—	(48)	(48)
Income (loss) before income taxes	\$ 450	\$ 121	\$ (102)	\$ 469
Intersegment sales/(elimination)	\$ 14	\$ 10	\$ (24)	\$ —
Depreciation and amortization	\$ 112	\$ 24	\$ 3	\$ 139
Capital expenditures	\$ 27	\$ 18	\$ 1	\$ 46
Segment assets	\$ 16,002	\$ 5,671	\$ 1,523	\$ 23,196

Segment financial information for the three months ended March 31, 2025 is as follows:

<i>In millions</i>	Freight Segment	Transit Segment	Corporate Activities and Elimination	Total
Sales to external customers	\$ 1,901	\$ 709	\$ —	\$ 2,610
Cost of sales	(1,216)	(494)	—	(1,710)
Gross profit	\$ 685	\$ 215	\$ —	\$ 900
<i>Gross margin</i>	36.0 %	30.3 %		
Selling, general & administrative expenses	\$ (164)	\$ (107)	\$ (36)	\$ (307)
Engineering expenses	(36)	(10)	—	(46)
Amortization expense	(65)	(8)	—	(73)
Income (loss) from operations	420	90	(36)	474
Interest expense and other, net	—	—	(48)	(48)
Income (loss) before income taxes	\$ 420	\$ 90	\$ (84)	\$ 426
Intersegment sales/(elimination)	\$ 11	\$ 9	\$ (20)	\$ —
Depreciation and amortization	\$ 97	\$ 20	\$ 3	\$ 120
Capital expenditures	\$ 31	\$ 10	\$ 3	\$ 44
Segment assets	\$ 13,224	\$ 4,145	\$ 1,727	\$ 19,096

Sales to external customers by product line are as follows:

<i>In millions</i>	Three Months Ended March 31,	
	2026	2025
Freight Segment:		
Services	\$ 714	\$ 863
Equipment	726	476
Components	357	381
Digital Intelligence	318	181
Total Freight Segment	\$ 2,115	\$ 1,901
Transit Segment:		
Original Equipment Manufacturer	\$ 381	\$ 322
Aftermarket	454	387
Total Transit Segment	\$ 835	\$ 709

#### 16. OTHER INCOME (EXPENSE), NET

The components of Other income (expense), net are as follows:

<i>In millions</i>	Three Months Ended March 31,	
	2026	2025
Foreign currency gain (loss)	\$ 16	\$ (8)
Gain on mark-to-market derivatives	2	—
Equity income	2	3
Expected return on pension assets/amortization	2	2
Other miscellaneous income, net	1	1
Total Other income (expense), net	\$ 23	\$ (2)

During 2025, in connection with the acquisitions of Frauscher and Dellner Couplers, the Company entered into foreign exchange contracts for a notional value of €1,290 million to mitigate foreign currency exposure of the purchase prices. As part of the acquisition of Frauscher in the fourth quarter of 2025, the Company utilized foreign exchange forward contracts with a

notional value of €690 million. As part of the acquisition of Dellner Couplers in the first quarter of 2026, the Company utilized foreign exchange forward contracts with a notional value of €600 million. The contracts are not designated as accounting hedges under Topic 815 of ASC, and as such, the gains and losses are recorded as a component of Other income (expense), net. For the three months ended March 31, 2026, these contracts resulted in a net gain of \$2 million.

## 17. RESTRUCTURING

Wabtec is focused on driving operational efficiency and improving profitability while reducing manufacturing complexity. As a result, there are key strategic initiatives aimed at achieving these focus areas.

### Integration 3.0

Integration 3.0 is a multi-year strategic initiative to further consolidate our footprint, reduce complexity and streamline manufacturing, engineering, administrative, and commercial activities. The Company anticipates that it will incur one-time restructuring charges related to Integration 3.0 of approximately \$80 million to \$100 million. Net charges to date of \$39 million were primarily for employee-related costs.

A summary of restructuring charges related to the Integration 3.0 initiative is as follows:

<i>In millions</i>	Three Months Ended March 31,	
	2026	2025
<b>Freight Segment:</b>		
Cost of goods sold	\$ 1	\$ 1
Selling, general and administrative expenses	1	—
Total Freight Segment	\$ 2	\$ 1
<b>Transit Segment:</b>		
Cost of goods sold	\$ 1	\$ 2
Selling, general and administrative expenses	1	4
Total Transit Segment	\$ 2	\$ 6
<b>Corporate:</b>		
Selling, general and administrative expenses	\$ (1)	\$ —
Total Integration 3.0 restructuring charges, net	\$ 3	\$ 7

### Portfolio Optimization

Wabtec is focused on exiting various low margin product offerings through Portfolio Optimization to improve profitability while reducing manufacturing complexity. There were no material charges or cash payments during the three months ended March 31, 2026. Wabtec recorded net charges of approximately \$3 million during the three months ended March 31, 2025, primarily for asset write downs related to Portfolio Optimization. Total one-time restructuring charges related to Portfolio Optimization to date are approximately \$101 million.

### Integration 2.0

Integration 2.0 is a multi-year strategic initiative to review and consolidate our operating footprint, reduce headcount, streamline the end-to-end manufacturing process, restructure the North America distribution channels, expand operations in low-cost countries, and simplify the business through systems enablement. The Company anticipates that it will incur one-time restructuring charges related to Integration 2.0 of up to approximately \$170 million, of which approximately \$150 million has been incurred to date. There were no material charges or cash payments during the three months ended March 31, 2026 and 2025.

## Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

*The following discussion should be read in conjunction with the information in the unaudited condensed consolidated financial statements and notes thereto included herein and Westinghouse Air Brake Technologies Corporation's Financial Statements and Management's Discussion and Analysis of Financial Condition and Results of Operations included in its Annual Report on Form 10-K for the year ended December 31, 2025, filed with the Securities and Exchange Commission on February 13, 2026.*

### OVERVIEW

Wabtec is a global provider of value-added, technology-based locomotives, equipment, systems, and services for the freight rail and passenger transit industries, as well as the mining, marine and industrial markets and applications. Our highly engineered rail and transit products, which are intended to enhance safety, improve productivity and reduce maintenance costs for customers, can be found on most locomotives, freight cars, passenger transit cars and buses around the world. Our core products and services are essential in the safe and efficient operation of freight rail and passenger transit vehicles. Wabtec is a global company with operations in over 50 countries and our products can be found in more than 100 countries throughout the world. In the first three months of 2026, approximately half of the Company's Net sales came from customers outside the United States.

#### *Business Update*

During the first quarter of 2025, Wabtec announced a definitive agreement to acquire Dellner Couplers, a global leader in highly engineered safety-critical train connection systems and services for passenger rail rolling stock. The acquisition subsequently closed on February 10, 2026 for approximately \$1.053 billion.

Additionally, during the first quarter of 2026, Wabtec secured a multi-year, multi-billion dollar mining contract for drive systems and aftermarket parts, won a multi-year modernization order in the U.S. for \$210 million, and signed a \$54 million Transit brake and couplers order, which contributed to the overall increase in backlog of \$3.4 billion from December 31, 2025 to \$30.8 billion at March 31, 2026. We also began executing the first EVO modernization build to support the commercial rollout to the installed base.

Wabtec is focused on driving operational efficiency and improving profitability while reducing manufacturing complexity. As a result, there are restructuring initiatives, including Integration 3.0, Portfolio Optimization and Integration 2.0, aimed at achieving these focus areas. During the first three months of 2026 and 2025, Wabtec incurred \$5 million and \$9 million, respectively, of restructuring costs primarily for employee-related costs on programs under these initiatives. In addition, Transaction costs incurred during the three months ended March 31, 2026 and 2025 related to recent acquisitions were approximately \$13 million and \$10 million, respectively.

Future macroeconomic volatility, changes to tariffs and trade policies, impacts from regional conflicts and war, supply chain disruptions, and labor availability, amongst other things, could cause a negative impact on revenue and cost increases resulting in an adverse effect on the Company's operating results. Additionally, broad-based inflation, metals, energy and other commodity costs, transportation and logistics costs, labor costs, and foreign currency exchange rate fluctuations all continue to impact our results. The Company utilizes various mitigating actions intended to lessen the impact of macroeconomic volatility, including the impact of current tariffs. These actions include implementing price escalations and surcharges, driving operational efficiencies through various cost mitigation efforts and discretionary spend management, strategically sourcing materials, reviewing and modifying distribution logistics, and accelerating integration synergies through our strategic initiatives. The Company has experienced increased tariff costs which unfavorably impacted our operating results and cash from operations for the three months ended March 31, 2026. Although we do not expect a material impact to our results of operations in 2026 because of mitigation efforts, due to the volatility of trade policies, we are unable to reasonably predict the future impact.

## RESULTS OF OPERATIONS

### Consolidated Results

#### FIRST QUARTER 2026 COMPARED TO FIRST QUARTER 2025

The following table shows our Condensed Consolidated Statements of Operations for the periods indicated.

<i>In millions</i>	Three Months Ended March 31,	
	2026	2025
Net sales:		
Sales of goods	\$ 2,531	\$ 2,157
Sales of services	419	453
Total Net sales	2,950	2,610
Cost of sales:		
Cost of goods	(1,616)	(1,450)
Cost of services	(273)	(260)
Total Cost of sales	(1,889)	(1,710)
Gross profit	1,061	900
Operating expenses:		
Selling, general and administrative expenses	(401)	(307)
Engineering expenses	(56)	(46)
Amortization expense	(87)	(73)
Total Operating expenses	(544)	(426)
Income from operations	517	474
Other income and expenses:		
Interest expense, net	(71)	(46)
Other income (expense), net	23	(2)
Income before income taxes	469	426
Income tax expense	(106)	(99)
Net income	363	327
Less: Net income attributable to noncontrolling interest	(1)	(5)
Net income attributable to Wabtec shareholders	\$ 362	\$ 322

The following table shows the major components of the change in Net sales in the three months ended March 31, 2026 from the three months ended March 31, 2025:

<i>In millions</i>	Freight Segment	Transit Segment	Total
First Quarter 2025 Net sales	\$ 1,901	\$ 709	\$ 2,610
Acquisitions	184	41	225
Portfolio Optimization (Divestitures/Exits)	(10)	(3)	(13)
Foreign Exchange	20	48	68
Organic	20	40	60
First Quarter 2026 Net sales	\$ 2,115	\$ 835	\$ 2,950

**Net sales**

Net sales for the three months ended March 31, 2026 increased by \$340 million, or 13.0%, to \$2.95 billion compared to the same period in 2025. Organic sales increased \$60 million which was attributable to both the Freight and Transit Segments. Freight sales increased primarily due to higher North American and international locomotive deliveries and higher mining sales, partially offset by lower deliveries of locomotive modernizations and engine overhauls and the exit of a low margin Digital project. Transit sales increased from higher demand for Aftermarket and Original Equipment Manufacturing products and services driven by increased investments in sustainable infrastructure, fleet expansion and renewals and increased passenger ridership levels. Sales from acquisitions contributed \$225 million, and favorable changes in foreign exchange increased Net sales by \$68 million.

**Cost of sales**

Cost of sales for the three months ended March 31, 2026 increased by \$179 million, or 10.5%, to \$1.89 billion compared to the same period in 2025. The increase is primarily due to the increase in Net sales. Cost of sales as a percentage of Net sales was 64.0% and 65.5% for the three months ended March 31, 2026 and 2025, respectively. The improvement in gross margin is attributable to productivity and cost management, savings from restructuring initiatives, and accretion from recent acquisitions, partially offset by unfavorable mix within the Freight Segment. Cost of sales for the three months ended March 31, 2026 included \$23 million of costs related to purchase price accounting for the step-up of inventory related to acquisitions to fair value on the date of acquisition. Cost of sales for the three months ended March 31, 2026 and 2025 both included \$3 million of costs related to restructuring initiatives.

**Operating expenses**

Total operating expenses increased \$118 million, or 27.7%, for the three months ended March 31, 2026 compared to the same period in 2025. Selling, general and administrative expenses ("SG&A") increased \$94 million for the three months ended March 31, 2026 compared to the same period in 2025. The increase is primarily due to incremental expense from acquisitions, higher employee compensation and benefit costs, and transaction costs associated with acquisitions, partially offset by the impacts of restructuring initiatives. Transaction costs associated with acquisitions included in SG&A were \$13 million and \$10 million for three months ended March 31, 2026 and 2025, respectively. SG&A for the three months ended March 31, 2026 and 2025 included \$2 million and \$5 million, respectively, of costs related to restructuring initiatives. Engineering expenses increased \$10 million and Amortization expense increased \$14 million both due to incremental expense from acquisitions.

**Interest expense, net**

Interest expense, net, increased \$25 million to \$71 million for the three months ended March 31, 2026 compared to the same period in 2025, due to higher average overall debt balances in the current period, primarily related to acquisitions.

**Other income (expense), net**

Other income (expense), net increased \$25 million for the three months ended March 31, 2026 compared to the same period in 2025, primarily due to foreign exchange gains in the current period.

**Income taxes**

The effective income tax rate was 22.7% and 23.2% for the three months ended March 31, 2026 and 2025, respectively. The year over year decrease in the effective rate was primarily driven by higher discrete equity compensation tax deductions.

## Freight Segment

The following table shows our Condensed Consolidated Statements of Operations for our Freight Segment for the periods indicated:

<i>In millions</i>	Three Months Ended March 31,		Change	% Change
	2026	2025		
<b>Net sales:</b>				
Sales of goods	\$ 1,697	\$ 1,450	\$ 247	17.0 %
Sales of services	418	451	(33)	(7.3)%
Total Net sales	2,115	1,901	214	11.3 %
<b>Cost of sales:</b>				
Cost of goods	(1,054)	(957)	97	10.1 %
Cost of services	(273)	(259)	14	5.4 %
Total Cost of sales	(1,327)	(1,216)	111	9.1 %
<i>Cost of sales (% of Net sales)</i>	<i>62.7 %</i>	<i>64.0 %</i>	<i>(1.3)</i>	
Gross profit	788	685	103	15.0 %
Operating expenses	(338)	(265)	73	27.5 %
Income from operations	\$ 450	\$ 420	\$ 30	7.1 %
Income from operations (% of Net sales)	21.3 %	22.1 %	(0.8)	

The following table shows the major components of the change in Net sales for the Freight Segment in the first quarter of 2026 from the first quarter of 2025:

<i>In millions</i>	
First Quarter 2025 Net sales	\$ 1,901
Acquisitions	184
Portfolio Optimization (Divestitures/Exits)	(10)
Foreign Exchange	20
<b>Organic changes in Net sales by Product Line:</b>	
Equipment	247
Services	(154)
Digital Intelligence	(50)
Components	(23)
First Quarter 2026 Net sales	\$ 2,115

## Net sales

Freight Segment organic sales increased by \$20 million driven primarily by Equipment sales from higher North American and international locomotive deliveries and higher mining sales. This was partially offset by decreased Services sales from lower deliveries of locomotive modernizations and engine overhauls, decreased Digital Intelligence sales driven by the exit of a low margin project, and decreased Components sales from lower North America rail car build, partially offset by strong industrial demand. Sales from acquisitions contributed \$184 million, primarily from Inspection Technologies and Frauscher, and favorable changes in foreign exchange increased sales by \$20 million.

**Cost of sales**

Freight Segment Cost of sales increased \$111 million, primarily due to higher sales volume, and Cost of sales as a percentage of Net sales decreased 1.3 percentage points. The improvement in gross margin is attributable to productivity and cost management and accretion from recent acquisitions, partially offset by unfavorable mix within the Freight Segment and the exit of a low margin Digital project. Cost of sales for the three months ended March 31, 2026 included \$20 million of costs related to purchase price accounting for the step-up of inventory related to acquisitions to fair value on the date of acquisition. Cost of sales for the three months ended March 31, 2026 and 2025 both included \$2 million of costs related to restructuring initiatives.

**Operating expenses**

Freight Segment Operating expenses increased by \$73 million, and Operating expenses as a percentage of Net sales increased 2.0 percentage points. The increase in Freight Segment Operating expenses is primarily driven by incremental expense from acquisitions.

## Transit Segment

The following table shows our Condensed Consolidated Statements of Operations for our Transit Segment for the periods indicated:

<i>In millions</i>	Three Months Ended March 31,		Change	% Change
	2026	2025		
Net sales	\$ 835	\$ 709	\$ 126	17.8 %
Cost of sales	(562)	(494)	68	13.8 %
<i>Cost of sales (% of Net sales)</i>	67.3 %	69.7 %	(2.4)	
Gross profit	273	215	58	27.0 %
Operating expenses	(152)	(125)	27	21.6 %
Income from operations	\$ 121	\$ 90	\$ 31	34.4 %
Income from operations (% of Net sales)	14.5 %	12.7 %	1.8	

The following table shows the major components of the change in Net sales for the Transit Segment in the first quarter of 2026 from the first quarter of 2025:

<i>In millions</i>	
First Quarter 2025 Net sales	\$ 709
Acquisitions	41
Portfolio Optimization (Divestitures/Exits)	(3)
Foreign Exchange	48
Organic changes in Net sales by Product Line:	
Aftermarket	23
Original Equipment Manufacturing	17
First Quarter 2026 Net sales	\$ 835

## Net sales

Transit Segment organic sales increased by \$40 million driven by strong Aftermarket and Original Equipment Manufacturing sales primarily as a result of increased demand for products and services due to fleet expansion and renewals, increased passenger ridership levels, and increased investments in sustainable infrastructure. Sales from the Dellner Couplers acquisition contributed \$41 million, and favorable changes in foreign exchange rates increased sales by \$48 million.

## Cost of sales

Transit Segment Cost of sales increased by \$68 million, primarily due to higher sales volume, and Cost of sales as a percentage of Net sales decreased by 2.4 percentage points. The increase in gross margin was attributable to increased productivity and the benefits from structured cost actions taken through restructuring initiatives.

## Operating expenses

Transit Segment Operating expenses increased by \$27 million and as a percentage of Net sales increased by 0.6 percentage points. Higher SG&A expenses to support higher sales volume and incremental Operating expenses from acquisitions were partially offset by benefits from structured cost actions taken through restructuring initiatives. Transit SG&A expenses for the three months ended March 31, 2026 and 2025 included \$2 million and \$4 million, respectively, of costs related to restructuring initiatives.

## Liquidity and Capital Resources

Liquidity is provided by operating cash flows, borrowings under our credit facilities, and proceeds from the Company's Senior Notes. Additionally, the Company utilizes the Revolving Receivables Program and supply chain financing program described below, as well as other short-term financing agreements with certain banks, for added flexibility as part of our liquidity management strategy. The following is a summary of selected cash flow information and other relevant data:

<i>In millions</i>	Three Months Ended March 31,	
	2026	2025
Cash provided by (used for):		
Operating activities	\$ 199	\$ 191
Investing activities	\$ (1,105)	\$ (44)
Financing activities	\$ 656	\$ (172)

**Operating activities** In the first three months of 2026, cash provided by operating activities was \$199 million compared to \$191 million in the first three months of 2025. The increase was primarily driven by higher net income, partially offset by increased working capital requirements.

Net income was \$363 million, an increase of \$36 million compared to the prior year period. Non-cash adjustments, including depreciation and amortization of \$139 million and stock-based compensation of \$22 million, further supported cash provided by operating activities and increased year over year, primarily due to incremental non-cash expense from acquisitions and higher equity-based compensation.

These sources of cash were partially offset by changes in working capital. The increase in Receivables decreased cash from operations by \$305 million, compared to a decrease in cash from operations of \$226 million in the prior year period, driven by higher sales and the timing of collections from customers. The decrease in Customer deposits decreased cash from operations by \$64 million, compared to a \$31 million increase in cash from operations in the prior year, from changes in the timing of customer deposits. Other operating activities decreased cash from operations by \$12 million, compared to an \$83 million decrease in cash from operations in the prior year, primarily from changes in other accrued expenses due to the timing of payments.

**Investing activities** In the first three months of 2026 and 2025, cash used for investing activities was \$(1,105) million and \$(44) million, respectively. During the first three months of 2026, Wabtec used \$(1,062) million for acquisitions, primarily for Dellner Couplers, and used \$(46) million for additions to property, plant and equipment for investments in our facilities and manufacturing processes. During the first three months of 2025, Wabtec used \$(44) million for additions to property, plant, and equipment.

**Financing activities** In the first three months of 2026, cash provided by financing activities was \$656 million, which included \$1,012 million from net changes in debt, \$(242) million in stock repurchases, \$(53) million of dividend payments, and \$(53) million of payments for income tax withholding on share-based compensation. In the first three months of 2025, cash used for financing activities was \$(172) million, which included \$4 million from net changes in debt, \$(98) million in stock repurchases, \$(43) million of dividend payments, and \$(34) million of payments for income tax withholding on share-based compensation.

As of March 31, 2026, the Company held approximately \$531 million of cash, cash equivalents and restricted cash, which was primarily held outside of the United States, mainly in Europe, South Africa, India, and Brazil. While repatriation of some cash held outside the United States may be restricted by local laws, most of the Company's foreign cash could be repatriated to the United States net of any tax impacts. As of March 31, 2026, approximately \$10 million of the Company's cash balance was classified as restricted, primarily for cash held in escrow related to acquisitions.

The Company's goal is to maintain an investment-grade credit profile, which supports access to diverse sources of liquidity and favorably impacts borrowing costs. Rating agencies that are engaged by the Company periodically update our credit ratings as events occur. As of March 31, 2026, the long-term credit ratings assigned to the Company were BBB with a stable outlook by Fitch Ratings, Baa2 with a stable outlook by Moody's Investors Service, and BBB with a stable outlook by S&P Global Ratings.

We or our affiliates may, from time to time, seek to retire or purchase outstanding debt through negotiated or open-market cash purchases, exchanges, or otherwise, and such transactions, if any, will be upon such terms and at such prices as we may determine, and will depend on prevailing market conditions, our liquidity requirements, contractual restrictions and other factors.

### Revolving Receivables Program

The Company utilizes its Revolving Receivables Program to request borrowings from a financial institution against certain collateralized receivables for up to \$450 million. The Company collateralizes certain receivables through our bankruptcy-remote subsidiary on a recurring basis. As customers pay their balances, we transfer additional receivables into the program. Borrowings and repayments under the Revolving Receivables Program are included within Proceeds from debt and Payments of debt within the Financing activities section of the Condensed Consolidated Statement of Cash Flows.

During the three months ended March 31, 2026, the Company borrowed \$445 million against the collateralized receivables. There were no repayments against the collateralized receivables during the three months ended March 31, 2026. During the three months ended March 31, 2025, the Company borrowed and repaid \$175 million against the collateralized receivables. Additional information with respect to the Revolving Receivables Program is included in Note 2 of "Notes to Condensed Consolidated Financial Statements" included in Part I, Item 1 of this report.

### Supply Chain Financing Program

The Company has entered into supply chain financing arrangements with third-party financial institutions to provide our vendors with enhanced payment options while providing the Company with added working capital flexibility. The Company does not provide any guarantees under these arrangements, does not have an economic interest in our suppliers' voluntary participation, does not receive an economic benefit from the financial institutions, and no assets are pledged under the arrangements. The arrangements do not change the payable terms negotiated by the Company and our vendors and do not result in a change in the classification of amounts due as Accounts payable in the Condensed Consolidated Balance Sheets. Additional information with respect to the Supply Chain Financing Program is included in Note 2 of "Notes to Condensed Consolidated Financial Statements" included in Part I, Item 1 of this report.

### Uncommitted Money Market Line Credit Agreement

During the third quarter of 2024, the Company entered into an uncommitted bilateral money market line credit agreement which provides an aggregate borrowing capacity of \$150 million, for general business purposes and working capital needs.

### Total Available Liquidity

The components of total available liquidity were as follows:

<i>In millions</i>	March 31, 2026	December 31, 2025
Cash and cash equivalents, excluding restricted cash	\$ 521	\$ 764
Revolving Credit Facility	1,573	2,000
Revolving Receivables Program	—	443
Total Available Liquidity	\$ 2,094	\$ 3,207

The Company believes that its existing cash balances, cash generated from operations, available borrowings under its credit facilities, and access to the capital markets will be sufficient to meet its working capital needs, planned capital expenditures, debt service requirements, dividends, share repurchases, and other known cash requirements for at least the next twelve months.

### Guarantor Summarized Financial Information

Westinghouse Air Brake Technologies Corporation (the "Parent Company") has issued 3.45% Senior Notes due 2026, 4.70% Senior Notes due 2028, 4.90% Senior Notes due 2030, 5.611% Senior Notes due 2034, and 5.50% Senior Notes due 2035 (collectively, the "US Notes").

The obligations under the US Notes issued by the Parent Company have been fully and unconditionally guaranteed by certain of the Parent Company's U.S. subsidiaries ("Guarantor Subsidiaries"), currently comprising GE Transportation, a Wabtec Company, RFPC Holding Corp., Transportation IP Holdings, LLC, Transportation Systems Services Operations Inc., Wabtec Components LLC, Wabtec Holding LLC, Wabtec Railway Electronics Holdings, LLC, Wabtec Transportation Systems, LLC and Wabtec US Rail, Inc. Each guarantor is 100% owned by the Parent Company, with the exception of GE Transportation, a Wabtec Company, which has 15,000 shares outstanding of Class A Non-Voting Preferred Stock held by General Electric Company. The Euro Notes are issued by Wabtec Transportation Netherlands B.V. ("Wabtec Netherlands") and are fully and unconditionally guaranteed by the Parent Company.

The following tables present summarized financial information of the Parent Company and the Guarantor Subsidiaries on a combined basis. The combined summarized financial information eliminates (i) intercompany balances and transactions

among the Parent Company and Guarantor Subsidiaries and (ii) equity in earnings from and investments in any subsidiary that is not a Guarantor Subsidiary.

The summarized financial information is provided in accordance with the reporting requirements of Rule 13-01 under SEC Regulation S-X for the Parent Company, as the issuer of the US Notes, and Guarantor Subsidiaries.

**Summarized Statement of Income**

<u>In millions</u>	Unaudited Parent Company and Guarantor Subsidiaries Three Months Ended March 31, 2026	
Net sales	\$	1,554
Gross profit	\$	249
Net loss attributable to Wabtec shareholders	\$	(100)

**Summarized Balance Sheet**

<u>In millions</u>	Unaudited Parent Company and Guarantor Subsidiaries			
	March 31, 2026		December 31, 2025	
Current assets	\$	1,117	\$	1,434
Noncurrent assets	\$	3,280	\$	3,311
Current liabilities	\$	3,216	\$	3,236
Long-term debt	\$	4,071	\$	3,701
Other non-current liabilities	\$	552	\$	605

The following is a description of the transactions between the combined Parent Company and Guarantor Subsidiaries with non-guarantor subsidiaries.

<u>In millions</u>	Unaudited Parent Company and Guarantor Subsidiaries Three Months Ended March 31, 2026	
Net sales to non-guarantor subsidiaries	\$	227
Purchases from non-guarantor subsidiaries	\$	433

<u>In millions</u>	Unaudited Parent Company and Guarantor Subsidiaries March 31, 2026	
Amount due to non-guarantor subsidiaries	\$	8,076

**Summarized Financial Information—Euro Notes**

The obligations under Wabtec Netherlands' Euro Notes are fully and unconditionally guaranteed by the Parent Company. Wabtec Netherlands is a wholly owned, indirect subsidiary of the Parent Company. Wabtec Netherlands is a holding company and does not have any independent operations. Its assets consist of its investments in subsidiaries, which are separate and distinct legal entities that are not guarantors of the Euro Notes and have no obligations to pay amounts due under Wabtec Netherlands' obligations.

The following tables present summarized financial information of Wabtec Netherlands, as the Issuer of the Euro Notes, and the Parent Company, as the parent Guarantor, on a combined basis. The combined summarized financial information eliminates all intercompany balances and transactions among Wabtec Netherlands and the Parent Company as well as all equity in earnings from and investments in any subsidiary of the Parent Company, other than Wabtec Netherlands, which we refer to below as the Non-Guarantor Subsidiaries.

The summarized financial information is provided in accordance with the reporting requirements of Rule 13-01 under SEC Regulation S-X for Wabtec Netherlands, as the issuer of the Euro Notes, and Parent Company guarantor.

### Summarized Statement of Income

<i>In millions</i>	Unaudited Issuer and Parent Company (Guarantor) Three Months Ended March 31, 2026	
Net sales	\$	144
Gross profit	\$	39
Net loss attributable to Wabtec shareholders	\$	(93)

### Summarized Balance Sheet

<i>In millions</i>	Unaudited Issuer and Parent Company (Guarantor)	
	March 31, 2026	December 31, 2025
Current assets	\$ 169	\$ 508
Noncurrent assets	\$ 646	\$ 656
Current liabilities	\$ 1,947	\$ 1,822
Long-term debt	\$ 4,702	\$ 4,286
Other non-current liabilities	\$ 36	\$ 42

The following is a description of the transactions between the combined Wabtec Netherlands, as the Issuer of the Euro Notes, and the Parent Company, as the parent Guarantor, with the subsidiaries of Westinghouse Air Brake Technologies Corp., other than Wabtec Netherlands, none of which are guarantors of the Euro Notes.

<i>In millions</i>	Unaudited Issuer and Parent Company (Guarantor) Three Months Ended March 31, 2026	
Net sales to non-guarantor subsidiaries	\$	2
Purchases from non-guarantor subsidiaries	\$	30

<i>In millions</i>	Unaudited Issuer and Parent Company (Guarantor) March 31, 2026	
Amount due to non-guarantor subsidiaries	\$	9,280

### Company Stock Repurchase Plan

On February 6, 2026, the Board of Directors reauthorized the stock repurchase program and refreshed the amount available for stock repurchases to \$1.2 billion of the Company's outstanding shares. This new stock repurchase authorization supersedes the previous authorization of \$1.0 billion, of which approximately \$760 million remained at the reauthorization date. No time limit was set for the completion of the program, which conforms to the requirements under the agreements governing the Company's credit facilities and the indentures for the Senior Notes currently outstanding. The Company may repurchase shares in the future at any time, depending upon market conditions, our capital needs and other factors. Purchases of shares may be made by open market purchases or privately negotiated purchases and may be made pursuant to Rule 10b5-1 plan or otherwise. As of March 31, 2026, approximately \$975 million was remaining under the stock repurchase plan.

## Forward Looking Statements

We believe that all statements other than statements of historical facts included in this report, including certain statements under “Business” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations,” may constitute forward-looking statements. We have based these forward-looking statements on our current expectations and projections about future events. Although we believe that our assumptions made in connection with the forward-looking statements are reasonable, we cannot assure that our assumptions and expectations are correct.

These forward-looking statements are subject to various risks, uncertainties and assumptions about us, including, among other things:

### Economic and industry conditions

- changes in general economic and/or industry specific conditions, including the impacts of tax and tariff programs, inflation, supply chain disruptions, foreign currency exchange, and industry consolidation;
- the impacts of significant recent shifts in trade policies, including the imposition of tariffs, retaliatory tariff measures, and subsequent modifications or suspensions thereof, and market reactions to such policies and resulting trade disputes;
- prolonged unfavorable economic and industry conditions in the markets served by us, including North America, South America, Europe, Australia, Asia and Africa;
- decline in demand for freight cars, locomotives, passenger transit cars, buses and related products and services;
- reliance on major original equipment manufacturer customers;
- original equipment manufacturers’ program delays;
- decreased demand for services in the freight and passenger rail industry;
- decreased demand for our products and services;
- orders either being delayed, canceled, not returning to historical levels or being reduced, and/or economic conditions affecting the ability of our customers to pay timely for goods and services delivered;
- consolidations in the rail industry;
- continued outsourcing by our customers;
- industry demand for faster and more efficient braking equipment;
- fluctuations in interest rates and foreign currency exchange rates;
- availability of credit or difficulty in obtaining debt or equity financing;
- changes in market consensus as to what attributes are required for projects to be considered "green" or "sustainable" or negative perceptions regarding determinations in such regard with respect to our Green Finance Framework or sustainability strategy; or
- changes in the sustainability topics that have the highest relative priority for Wabtec's external stakeholders;

### Operating factors

- supply disruptions;
- technical difficulties;
- changes in operating conditions and costs;
- increases in raw material costs;
- challenges associated with the successful introduction of new products;
- product safety, quality and reliability;
- performance under material long-term contracts;
- labor availability constraints and labor relations challenges;
- the outcome of our existing or any future legal proceedings, including litigation involving our principal customers and any litigation with respect to environmental matters, asbestos-related matters, pension liabilities, warranties, product liabilities, competition and anti-trust matters or intellectual property claims;
- our ability to successfully complete and integrate acquisitions;
- risks associated with the development and use of new technology; or
- cybersecurity and data protection risks;

### Competitive factors

- the actions of competitors; or
- adverse outcomes of negotiations with partners, suppliers, customers or others;

### Political/governmental factors

- political instability in relevant areas of the world, including the impacts of war, conflicts, global military action, and acts of terrorism;
- future regulation/deregulation of our customers and/or the rail industry;
- decreases in levels of governmental funding on transit projects, including for some of our customers;
- political developments and laws and regulations, including those related to Positive Train Control;
- consequences of federal and state income tax legislation;

- sanctions imposed on countries and persons; or
- the outcome of negotiations with governments;

**Natural hazards / health crises**

- impacts of climate change, including evolving climate change policy;
- disruptive natural hazards, including earthquakes, fires, floods, tornadoes, hurricanes or other weather conditions;
- epidemics, pandemics, or similar public health crises;
- deterioration of general economic conditions as a result of natural hazards or health crises;
- shutdown of one or more of our operating facilities as a result of natural hazards and health crises; or
- supply chain and sourcing disruptions as a result of natural hazards, health crises or other external factors

Statements in this Quarterly Report on Form 10-Q apply only as of the date on which such statements are made, and except as required by law, we undertake no obligation to update any statement to reflect events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events. Reference is also made to the risk factors set forth in the Company's Annual Report on Form 10-K for the year ended December 31, 2025.

**Critical Accounting Estimates**

A summary of critical accounting estimates is included in the Company's Annual Report on Form 10-K for the year ended December 31, 2025. In particular, judgment is used in areas such as inventories, business combinations, goodwill and indefinite-lived intangible assets, warranty reserves, income taxes, and revenue recognition. There have been no significant changes in the related accounting policies since December 31, 2025.

**Item 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK**

See "Quantitative and Qualitative Disclosures About Market Risk" in Item 7A of Part II of our Annual Report on Form 10-K for the year ended December 31, 2025. Our exposure to market risk has not changed materially since December 31, 2025. Refer to Note 13 - Fair Value Measurement and Derivative Instruments of "Notes to Condensed Consolidated Financial Statements" included in Part I, Item 1 of this report for additional information regarding interest rate and foreign currency exchange risk.

**Item 4. CONTROLS AND PROCEDURES**

Wabtec's principal executive officer and its principal financial officer have evaluated the effectiveness of Wabtec's "disclosure controls and procedures," (as defined in Exchange Act Rule 13a-15(e)) as of March 31, 2026. Based upon their evaluation, the principal executive officer and principal financial officer concluded that Wabtec's disclosure controls and procedures are effective to provide reasonable assurance that information required to be disclosed by Wabtec in the reports filed or submitted by it under the Exchange Act is recorded, processed, summarized and reported accurately within the time periods specified in the SEC's rules and forms, and to provide reasonable assurance that information required to be disclosed by Wabtec in such reports is accumulated and communicated to Wabtec's Management, including its principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosure.

There was no change in Wabtec's "internal control over financial reporting" (as defined in Rule 13a-15(f) under the Exchange Act) that occurred during the quarter ended March 31, 2026, that has materially affected, or is reasonably likely to materially affect, Wabtec's internal control over financial reporting.

## PART II—OTHER INFORMATION

### Item 1. LEGAL PROCEEDINGS

Additional information with respect to legal proceedings is included in Note 14 of “Notes to Condensed Consolidated Financial Statements” included in Part I, Item 1 of this report.

### Item 1A. RISK FACTORS

There have been no material changes in our risk factors from those disclosed in our Annual Report on Form 10-K for the year ended December 31, 2025.

### Item 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

The following table summarizes the Company's stock repurchase activity for the three months ended March 31, 2026:

	Issuer Purchases of Common Stock			
<i>In millions, except shares and price per share</i>	Total Number of Shares Purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Programs (1)	Maximum Dollar Value of Shares That May Yet Be Purchased Under the Programs (1)
January 2026	80,113	\$ 217.30	80,113	\$ 760
February 2026	64,734	\$ 260.72	64,734	\$ 1,183
March 2026	832,532	\$ 249.75	832,532	\$ 975
Total quarter ended March 31, 2026	977,379	\$ 247.82	977,379	\$ 975

(1) On February 6, 2026, the Board of Directors reauthorized the stock repurchase program and refreshed the amount available for stock repurchases to \$1.2 billion of the Company’s outstanding shares. This new stock repurchase authorization supersedes the previous authorization of \$1.0 billion, of which approximately \$760 million remained at the reauthorization date. No time limit was set for the completion of the program, which conforms to the requirements under the agreements governing the Company's credit facilities and the indentures for the Senior Notes currently outstanding. The Company may repurchase shares in the future at any time, depending upon market conditions, our capital needs and other factors. Purchases of shares may be made by open market purchases or privately negotiated purchases and may be made pursuant to Rule 10b5-1 plan or otherwise. As of March 31, 2026, approximately \$975 million was remaining under the stock repurchase plan.

### Item 4. MINE SAFETY DISCLOSURES

Not Applicable

### Item 5. OTHER INFORMATION

None of Wabtec's Directors or Officers have adopted, terminated, or materially modified any trading plans, whether or not the plan was intended to qualify for the affirmative defense under Rule 10b5-1, during the first quarter ended March 31, 2026.

**Item 6. EXHIBITS**

The following exhibits are being filed with this report:

10.1	<a href="#">Form of PSU Agreement*</a>
22.1	<a href="#">List of Subsidiary Guarantors</a>
31.1	<a href="#">Rule 13a-14(a) Certification of Chief Executive Officer.</a>
31.2	<a href="#">Rule 13a-14(a) Certification of Chief Financial Officer.</a>
32.1	<a href="#">Section 1350 Certification of Chief Executive Officer and Chief Financial Officer.</a>
101.INS	XBRL Instance Document.
101.SCH	Inline XBRL Taxonomy Extension Schema Document.
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document.
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document.
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document.
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

\* Management contract or compensatory plan.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORPORATION

By: \_\_\_\_\_ /s/ JOHN A. OLIN

**John A. Olin**  
**Executive Vice President and**  
**Chief Financial Officer**

(Duly Authorized Officer and Principal Financial Officer)

DATE: April 22, 2026

**NOTICE OF GRANT OF [SPECIAL] PERFORMANCE UNIT AWARD**

**WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORPORATION 2011 STOCK INCENTIVE PLAN**

Westinghouse Air Brake Technologies Corporation (the “**Company**”) hereby grants this [Special] Performance Unit Award (the “**Award**”) of the number of target performance units (the “**Units**”) set forth in this Notice of Grant of [Special] Performance Unit Award (the “**Notice**”) to the Participant designated in this Notice, pursuant to the provisions of the Company’s 2011 Stock Incentive Plan (the “**Plan**”) and subject to certain restrictions as outlined below in this Notice and the additional provisions set forth in the attached Terms and Conditions of Performance Unit Awards (the “**Terms**”). Together, this Notice, the attached Terms and all exhibits and appendices hereto constitute the “**Agreement**.” The terms and conditions of the Plan are incorporated by reference in their entirety into this Agreement. When used in this Agreement, the terms that are defined in the Plan shall have the meanings given to them in the Plan, as modified herein (if applicable).

**Award Details:**

**Participant Name:** FIRST\_NAME\_MIDDLE\_NAME\_LAST\_NAME

**Grant Date:** OPTION\_DATE, MONTH DD, YYYY

**Target Number of Units:** TOTAL\_SHARES\_GRANTED

**Performance Period:** [XX] – [XX]

**Vesting Schedule:** Subject to the terms of the Plan and this Agreement, the Units shall become earned and vested as follows:

(a) **Performance-Vesting Condition.** The number of Units that become earned and vested (if any) will be determined based on performance during the Performance Period in accordance with the provisions of Exhibit A.

(b) **Time-Vesting Conditions.** In addition to the performance-vesting conditions stated above, and except as expressly provided in this Notice below, as applicable, or as otherwise provided pursuant to the terms of the Plan, the Participant must remain continuously employed with the Company and its Subsidiaries through the following date (the “**Vesting Date**”) to become earned and vested in any Units (after adjustment for performance):

Vesting Date    % Vesting [Vesting Period]    [% Vest]

Exhibit B to this Notice sets forth the terms and provisions regarding treatment of the Award upon the Participant’s termination of employment with the Company or any of its Subsidiaries and upon a Section 11 Event, in each case, before the Vesting Date.

(c) **Timing and Form of Settlement.** Only a whole number of Units will become vested as of the Vesting Date. If the number of Units determined as of the Vesting Date (after adjustment for performance) is a fractional number, the number vesting will be rounded down to the nearest whole number. Notwithstanding any provision of the Terms to the contrary and subject to Exhibit B and Exhibit C of this Notice, (i) Units that become earned and vested shall be settled as soon as practicable (but no

more than 30 days) following the Vesting Date, subject to written certification of the performance results under Exhibit A by the Committee, and (ii) Units shall be settled by delivery of one share of Common Stock for each Unit that is earned and vested.

**Global and State compliance:** Exhibit C to this Notice sets forth additional terms and provisions which may apply to the Award if the Participant designated in this Notice is resident in certain countries or

U.S. states. The relevant countries and states, and application of the additional terms and provisions, are indicated in Exhibit C.

**Award Acceptance:** The Participant must accept or decline the Agreement electronically pursuant to the online acceptance procedure established by the Company by no later than three months following the Grant Date. If the Participant does not accept the Agreement through the online acceptance process by that date, or such other date that may be communicated, the Company will automatically accept the Agreement on the Participant's behalf. If the Participant declines the Agreement, the Award will be canceled and the Participant will not be entitled to any benefits from the Award nor any compensation or benefits in lieu of the canceled award.

**EXHIBIT A**

**Performance-Vesting Conditions**

(a) Definitions. For purposes of this Agreement, “[Performance Metric]” means [definition of applicable performance metric], as adjusted for [applicable adjustments].

(b) Performance Metric. Pursuant to this Award, the number of Units earned, if any, will be based on achievement of [Performance Metric] goal for the Performance Period. The percentage of the target Units that are earned shall be determined based on the following:

<b>Achievement</b>	<b>[Performance Metric] Goal</b>	<b>% of Target Units Earned</b>
[ACHIEVEMENT]	[Goal]	[% of TARGET UNITS EARNED]

Achievement between any two levels at or above threshold shall be interpolated on a straight-line basis.

(c) Adjustments to Performance Results. For purposes of determining [Performance Metric], determination of performance shall be subject to adjustment for [applicable adjustments] specified in the meeting materials of the Committee in connection with the Committee’s approval of the Award, if any, as well as any other adjustments that the Committee may approve consistent with past practice including: [applicable adjustments].

## EXHIBIT B

### **Treatment Upon Termination of Employment or Section 11 Event**

1. **Vesting Conditioned on Continued Employment.** Except as provided by Section 2, Section 3 or Section 4 of this Exhibit, vesting of any portion of the Award on the Vesting Date is conditioned on the Participant remaining in continuous employment with the Company or any of its Subsidiaries through the Vesting Date. Accordingly, and except as provided by Section 2, Section 3 or Section 4 of this Exhibit, if the Participant terminates employment with the Company or any Subsidiary for any reason, whether voluntary or involuntary, before the Vesting Date, the entire unvested portion of the Award as of the date of such termination of employment shall be immediately canceled and forfeited.
2. **Death or Disability.** Notwithstanding the provisions of Section 1 of this Exhibit to the contrary, if the Participant's employment with the Company or any of its Subsidiaries terminates before the Vesting Date as a result of the Participant's death or Disability, then [applicable vesting consequences]. Such [Amount of Award] shall be settled at the same time as awards are settled for other Participants who have remained in continuous employment with the Company and its Subsidiaries through the Vesting Date (and not more than 30 days following the Vesting Date).
3. **Termination without Cause; Retirement.** Notwithstanding the provisions of Section 1 of this Exhibit to the contrary, if the Participant's employment with the Company or any of its Subsidiaries terminates before the Vesting Date either by action of the Company without Cause or by the Participant for Retirement, then (A) if the Participant has fewer than sixty-five (65) Retirement Points at the date of termination of employment, the Participant shall receive a Pro-rated Portion of the Award following the Vesting Date, subject to the provisions of this Section 3, and (B) if the Participant has sixty-five (65) or more Retirement Points at the date of termination of employment, the entire unvested Award shall continue to vest in accordance with the vesting schedule set forth in this Notice (as if the Participant had not terminated employment), including adjustment for performance results as provided in Exhibit A but subject to the provisions of this Section 3. In order to be eligible for the additional vesting provided by this Section 3, the Participant must (i) comply with all applicable post-employment covenants, including the Noncompete Covenant and Non-solicitation Covenant set forth in the Terms, and (ii) if requested by the Company, provide the Company with a release of claims in such form as required by the Company in its discretion. The Award, to the extent vested, shall be settled at the same time as awards are settled for other Participants who have remained in continuous employment with the Company and its Subsidiaries through the Vesting Date (and not more than 30 days following the Vesting Date).
4. **Section 11 Event.** If a Section 11 Event occurs before the end of the Performance Period, the entire unvested portion of the Award, to the extent not previously forfeited in accordance with this Agreement, shall become immediately vested assuming target (100%) performance results under Exhibit A, upon the applicable event in paragraphs (a) and (b) below. If a Section 11 Event occurs before the Vesting Date but after the end of the Performance Period, the entire unvested portion of the Award, to the extent not previously forfeited in accordance with this Agreement, shall become immediately vested based on actual performance results under Exhibit A, upon the applicable event in paragraphs (a) and (b) below.
  - (a) Upon the occurrence of the Section 11 Event, if and to the extent the Award does not remain outstanding after the Section 11 Event (and is not assumed by or converted to a similar award with equivalent value as of the date of the Section 11 Event of, the surviving, resulting, or acquiring corporation (or a parent or subsidiary of such corporation)); or

(b) Upon termination of the Participant's employment, if and to the extent the Award does remain outstanding after the Section 11 Event (or is assumed by or converted to a similar award with equivalent value as of the date of the Section 11 Event of, the surviving, resulting, or acquiring corporation (or a parent or subsidiary of such corporation)) and upon or within [XX] year(s) after the Section 11 Event (i) the Company or a Subsidiary (or their respective successor) terminates the Participant's employment without Cause or (ii) the Participant resigns from employment for Good Reason.

In this case, (x) the Company may elect to cause the vested Units to be settled in cash rather than shares based on the Fair Market Value of a share of Common Stock as of the time of the Section 11 Event or termination of employment, as applicable, and (y) the vested Units shall be paid or delivered as soon as administratively practicable (but no more than 30 days) after the Award becomes vested as specified in this Section 4.

5. Definitions. For purposes of this Exhibit, the terms listed in this Section 5 shall have the meanings provided in any individual written employment or severance agreement between the Participant and the Company or, if none, shall have the meanings set forth herein:

(a) "Cause" shall mean any of the following grounds for the Participant's termination of employment: (i) theft or misappropriation of funds or conduct that has an adverse effect on the reputation of the Company; (ii) conviction of, or plea of nolo contendere to, a felony or a crime involving moral turpitude; (iii) material breach of the Company's written code of conduct, personnel policies, attendance policies, or other material written employment policies, applicable to the Participant; (iv) breach of any confidentiality, non-competition or non-solicitation obligation; (v) gross misconduct in the performance of duties; or (vi) intentional refusal or failure to perform the material duties of the Participant's position.

(b) "Disability" shall have the meaning set forth in Section 409A(a)(2)(C) of the Code.

(c) "Good Reason" shall mean the occurrence of one or more of the following, without the Participant's consent:

(i) A material diminution in the Participant's base compensation;

(ii) A material diminution in the Participant's authority, duties, or responsibilities; or

(iii) A change in the geographic location of the Participant's offices of more than thirty-five (35) miles from the location of such offices immediately prior to the relocation.

The Participant must provide written notice of termination of employment for Good Reason to the Company within sixty (60) days after the event constituting Good Reason first occurs, which notice shall state such Good Reason in reasonable detail. The Company shall have a period of thirty (30) days in which it may correct the act or failure to act that constitutes the grounds for Good Reason as set forth in the Participant's notice of termination of employment. If the Company does not correct the act or failure to act, the Participant must terminate the Participant's employment for Good Reason within sixty (60) days after the end of the cure period, in order for the termination of employment to be considered a Good Reason termination of employment.

(d) "Pro-rated Portion" shall mean a pro-rated portion of the Award determined by multiplying

(i) the number of unvested Units that the Participant would have earned if the Participant had remained in employment until the Vesting Date based on the performance results under Exhibit A, including adjustment for performance results as provided in Exhibit A, by (ii) a fraction, the numerator of which is the number of days the Participant was employed from the Grant Date until the date of termination of employment, and the denominator of which is the total number of days from the Grant Date until the Vesting Date.

(e) "Retirement" shall mean a Participant's termination of employment with the Company and its Subsidiaries, other than due to death or Disability and other than by action of the Company for Cause, provided that (i) the Participant has given the Company at least one year's advance written notice of the intent to retire, and (ii) at the date of termination of employment the Participant is at least age fifty-five (55) and has at least five (5) Years of Service.

(f) "Retirement Points" shall mean, for a Participant, the total of the Participant's age as of the Participant's most recent birthday and Years of Service.

(g) "Years of Service" shall mean, for a Participant, the Participant's whole years of service with the Company and its Subsidiaries, as determined by the Company in its sole discretion. In that regard, if the Participant participates in a tax-qualified 401(k) plan sponsored by the Company, the Participant's Years of Service shall be determined based on the Participant's "Vesting Service" under the tax-qualified 401(k) plan in which the Participant participates.

**EXHIBIT C**  
**Global and State compliance**

**Section 1 (Australia)**

This Section 1 of Exhibit C applies if the Participant designated in the Notice to which this Exhibit C is attached is within Australia or is a national, resident or citizen of Australia (an “Australian Employee”). This Section 1 of Exhibit C forms part of the Agreement.

In reviewing the following information it is important to note that this Section 1 of Exhibit C has been prepared in compliance with the Australian Securities and Investments Commission (“ASIC”) Class Order 14/1000 (the “Class Order”). The Agreement is an offer made by the Company under the Plan to Australian Employees to acquire Units (the “Offer”), subject to the vesting requirements and other terms and conditions of the Agreement. The Class Order, among other things, relieves the Company, in respect of this Offer, from the normal obligation of having to prepare a disclosure document (e.g. a prospectus) that complies with the Corporations Act 2001 (Cth) (“Corporations Act”).

As a result, the information contained in this Section 1 of Exhibit C relates only to the operation of the Plan and does not contain any material information about the Company. This Section 1 of Exhibit C does not constitute a prospectus for the purposes of the Corporations Act and, accordingly, does not contain all information that would usually be included in a prospectus prepared in accordance with the requirements of the Corporations Act.

*Any advice given by the Company in relation to the Units offered under the Plan does not take into account your objectives, financial situation and needs (including financial or taxation issues). This Section 1 of Exhibit C and all other documents provided to you at the time of the Offer contain general advice only and you should consider obtaining your own financial product advice from an independent person who is licensed by ASIC to give such advice. You are advised to seek independent professional advice regarding the Australian tax consequences of acquiring and any cash under the Plan according to your own particular circumstances.*

**What is a share of stock?**

A share of Common Stock in the Company is analogous to an ordinary share of an Australian corporation. Each holder of a share is entitled to one vote for every share held in the Company. Shares are not liable to any further calls for payment of capital or for other assessment by the Company and have no sinking fund provisions, pre-emptive rights, conversion rights or redemption provisions. As the market price is in USD, on the Vesting Date, the FMV of those shares will be converted from USD to AUD using the exchange rate published by the Reserve Bank of Australia to calculate the Australian dollar equivalent.

**Terms of grant**

The terms of the grant are set out in the Plan and the Agreement. By accepting the Award, you will be bound by the Agreement. A copy of the Plan is available upon request to the Company.

**Reliance on statements**

You should not rely upon any oral statements made to you in relation to the Offer. You should only rely upon the statements contained in the Agreement.

### **How can I obtain the current share price?**

You can ascertain the latest traded price of the Company's shares in Australian dollars at any time by visiting <https://www.nyse.com/quote/XNYS:WAB> to obtain the latest traded price in US dollars and using the exchange rate published by the Reserve Bank of Australia to calculate the Australian dollar equivalent.

You should direct any further questions, or a request for a current market price of the shares to the HR Department, Director of Compensation and Benefits, 30 Isabella St., Pittsburgh, Pennsylvania 15212, USA. Within a reasonable time following your request, the Company will provide you with the current market price for a share, and the Australian dollar equivalent of the current market price for a share, at the date of your request. The Australian dollar equivalent will be calculated using the USD:AUD exchange rate published by the Reserve Bank of Australia on the business day prior to your request.

### **What additional risk factors apply?**

An investment in the Company is not risk free. You should be aware that the business, assets and operations of the Company are subject to certain risk factors that have the potential to influence the operating and financial performance of the Company in the future. These risks can impact on the value of an investment in the securities, or acquiring a cash amount related to the value of those securities, of the Company.

You should be aware that the performance of the Company may be affected and the value of its shares may rise or fall over any given period. None of the directors or any person associated with the Company guarantee the Company's performance, the performance of the shares which are related to the cash amount which is the subject of the Offer or the market price at which the shares will trade.

The proposed future activities of the Company are subject to a number of risks and other factors which may impact its future performance. See below for examples of such risks. Some of these risks can be mitigated by the use of safeguards and appropriate controls. However, many of the risks are outside the control of the directors and management of the Company and cannot be mitigated. The shares related to the cash amount which is the subject of the Offer carry no guarantee with respect to the payment of dividends, return of capital or the market value of those securities.

### **Potential fluctuations in the price of shares**

There are risks associated with any listed company investment. Some of these risks are listed below. The price at which shares are quoted on the New York Stock Exchange may be subject to fluctuations in response to factors such as:

- changes to government fiscal, monetary or regulatory policy, legislation or the regulatory environment in which the Company operates;
- changes in financial outcomes estimated by securities analysts;
- changes in the market valuation of other comparable companies and the nature of the market in which the Company operates;
- announcements by the Company or its competitors of significant acquisitions;
- an event of force majeure, such as terrorism, fire, flood, earthquake, war or strikes;
- fluctuations in the domestic and international market for listed stocks;

- fluctuations in general domestic and global economic conditions, including interest rates and exchange rates; and
- other events or factors which may be beyond the Company's control, including the COVID-19 pandemic.

There is a risk that broader market and industry factors may materially and adversely impact the price of the shares, regardless of the Company's operating performance.

#### **Limits under the Plan**

The number of shares which is the subject of the Offer made available under the Plan to Australian Employees and the number of shares that may be issued as a result of offers made to Australian Employees under any other employee share scheme over the previous 3 years in reliance on ASIC Class Order 14/1000 or an ASIC exempt arrangement of a similar kind to an employee incentive scheme, but disregarding any offers:

- received outside Australia;
- made in reliance on sections 708 or 1012D of the Corporations Act and therefore not requiring a disclosure document; or
- made under a disclosure document or product disclosure statement,

must not exceed 5% of the total number of shares at the time of the offer of the Award.

#### **Section 2 (Canada)**

This Section 2 of Exhibit C applies if the Participant designated in the Notice to which this Exhibit C is attached is resident in Canada. This Section 2 of Exhibit C forms part of the Agreement.

The Units relating to this Award may only be settled by the Company with shares of Common Stock and never with a cash payment.

#### **Section 3 (France)**

This Section 3 of Exhibit C applies if the Participant designated in the Notice to which this Exhibit C is attached is resident in France. This Section 3 of Exhibit C forms part of the Agreement.

The Units are granted to the Participant under the terms of the French Sub-Plan adopted under the Plan. In case of any conflict between the terms of the Agreement and the French Sub-Plan, the terms of the French Sub-Plan will control. A copy of the French Sub-Plan has been separately furnished to the Participant, and by accepting this Agreement, the Participant is acknowledging and accepting the terms of the French Sub-Plan.

#### **Section 4 (Hong Kong)**

This Section 4 of Exhibit C applies if the Participant designated in the Notice to which this Exhibit C is attached is resident in Hong Kong. This Section 4 of Exhibit C forms part of the Agreement.

#### WARNING

The contents of this document have not been reviewed by any regulatory authority in Hong Kong. You are advised to exercise caution in relation to the offer. If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.

#### **Section 5 (Morocco)**

This Section 5 of Exhibit C applies if the Participant designated in the Notice to which this Exhibit C is attached is resident in Morocco. This Section 5 of Exhibit C forms part of the Agreement.

On vesting, each Unit that is earned and vested will be settled by delivery of a cash payment equivalent in value to one share of Common Stock on the Vesting Date and you shall have no right to acquire shares of Common Stock.

#### **Section 6 (Russia)**

This Section 6 of Exhibit C applies if the Participant designated in the Notice to which this Exhibit C is attached is resident in Russia. This Section 6 of Exhibit C forms part of the Agreement.

On vesting, each Unit that is earned and vested will be settled by delivery of a cash payment equivalent in value to one share of Common Stock on the Vesting Date and you shall have no right to acquire shares of Common Stock.

The Agreement, the rules of the Plan and any other materials you receive about this Award do not constitute advertising or an offer of securities in Russia. The grant of this Award is made outside of Russia by the Company which is headquartered and listed in the USA and all decisions relating to the operation of the Plan will be made by the Company in the USA. Your employer has no role in the granting of the Award to you or the operation of the Plan.

#### **Section 7 (Selected U.S. States)**

This Section 7 of Exhibit C applies if the Participant designated in the Notice to which this Exhibit C is attached is (i) a permanent resident or (ii) a tax resident who is assigned to perform services for the Company or a Subsidiary in the indicated U.S. state. This Section 7 of Exhibit C forms part of the Agreement.

- *California*: Notwithstanding any provision of the Agreement to the contrary, the provisions of the Agreement related to a prohibition on competition with the Company or its Subsidiaries or solicitation of Company or Subsidiary customers, prospective customers, or suppliers, as set forth in (a) Section 2.4 of the Plan (clauses (i) and (ii)) and (b) the Terms and Conditions of Performance Unit Awards at Section 4(b) (as it relates to the Noncompete Covenant and the Non-solicitation Covenant, but excluding the portion of the Non-solicitation Covenant that relates to solicitation of Company or Subsidiary employees), shall not apply to the Participant.

**Guarantor Subsidiaries of Westinghouse Air Brake Technologies**

The obligations under the Company's US Notes, the 2025 Credit Agreement and the 2025 Term Credit Agreement have been fully and unconditionally guaranteed by certain of the Company's U.S. subsidiaries. Each guarantor is 100% owned by the parent company, with the exception of GE Transportation, a Wabtec Company, which has 15,000 shares outstanding of Class A Non-Voting Preferred Stock held by General Electric Company. The Euro Notes are issued by Wabtec Netherlands and are fully and unconditionally guaranteed by the Company.

As of March 31, 2026:

**The US Notes, the 2025 Credit Agreement, and the 2025 Term Credit Agreement**

Issuer: Westinghouse Air Brake Technologies Corporation

Guarantors: GE Transportation, a Wabtec Company

RFPC Holding Corp.

Transportation IP Holdings, LLC

Transportation Systems Services Operations Inc.

Wabtec Components, LLC

Wabtec Holding, LLC

Wabtec Railway Electronics Holdings, LLC

Wabtec Transportation Systems, LLC

Wabtec US Rail, Inc.

**The Euro Notes**

Issuer: Wabtec Transportation Netherlands B.V.

Guarantor: Westinghouse Air Brake Technologies Corporation

## CERTIFICATION

I, Rafael Santana, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Westinghouse Air Brake Technologies Corporation.

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and we have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this quarterly report based on such evaluation; and

(d) Disclosed in this quarterly report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

**Date:** April 22, 2026

**By:** /s/ RAFAEL SANTANA

**Name:** Rafael Santana

**Title:** President and Chief Executive Officer

**CERTIFICATION**

I, John A. Olin, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Westinghouse Air Brake Technologies Corporation.
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and we have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this quarterly report based on such evaluation; and
  - (d) Disclosed in this quarterly report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

**Date:** April 22, 2026

**By:** /s/ JOHN A. OLIN

**Name:** John A. Olin

**Title:** Executive Vice President and Chief Financial Officer

CERTIFICATION

Pursuant to 18 U.S.C. § 1350, the undersigned officers of Westinghouse Air Brake Technologies Corporation (the “Company”), hereby certify, to the best of their knowledge, that the Company’s Quarterly Report on Form 10-Q for the quarter ended March 31, 2026 (the “Report”) fully complies with the requirements of Section 13(a) or 15(d), as applicable, of the Securities Exchange Act of 1934 and that the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

By: /s/ RAFAEL SANTANA

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**Rafael Santana**  
**President and Chief Executive Officer**

**Date:** April 22, 2026

By: /s/ JOHN A. OLIN

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**John A. Olin**  
**Executive Vice President and Chief Financial Officer**

**Date:** April 22, 2026