SEC Form 4	
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## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Faiveley Erwan</u>		on*	2. Issuer Name and Ticker or Trading Symbol <u>WESTINGHOUSE AIR BRAKE</u> <u>TECHNOLOGIES CORP</u> [ WAB ]		ationship of Reporting Pers ( all applicable) Director Officer (give title	son(s) to Issuer 10% Owner Other (specify	
(Last) ( 30 ISABELLA ST	(First) (Middle) "LA ST.		3. Date of Earliest Transaction (Month/Day/Year) 11/17/2020		below)	below)	
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filing	(Check Applicable	
PITTSBURGH F	PA	15212		X	Form filed by One Report	0	
(City) (	(State)	(Zip)			Form filed by More than Person	One Reporting	

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of		d (A) or r. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	11/17/2020		s		8,647	D	\$70.62 <sup>(1)</sup>	6,000,934	Ι	Please see footnote
Common Stock	11/17/2020		s		16,353	D	<b>\$</b> 71.5 <sup>(2)</sup>	5,984,581	I	Please see footnote
Common Stock	11/18/2020		s		10,733	D	<b>\$</b> 72.22 <sup>(3)</sup>	5,973,848	I	Please see footnote
Common Stock	11/18/2020		s		18,287	D	<b>\$</b> 72.94 <sup>(4)</sup>	5,955,561	I	Please see footnote
Common Stock - Direct								9,026	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		of Deriv	r osed ) r. 3, 4	Expiration Date (Month/Day/Year) ed ed		Date Amount of			Expiration Date (Month/Day/Year) Amount of Securities Underlying Derivative Security (Instr.				10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares								

#### Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within \$1.00 ranging from \$70.09 to \$71.07 inclusive. The reporting person undertakes to provide to Westinghouse Air Brake Technologies Corporation ("Wabtec"), any security holder of Wabtec, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (1) to this Form 4.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within \$1.00 from \$71.77 to \$71.79 inclusive. The reporting person undertakes to provide to Wwabtec, any security holder of Wabtec, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2) to this Form 4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within \$1.00 ranging from \$71.50 to \$72.49 inclusive. The reporting person undertakes to provide to Wabtec, any security holder of Wabtec, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (3) to this Form 4.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within \$1.00 ranging from \$72.50 to \$73.25 inclusive. The reporting person undertakes to provide to Wabtec, any security holder of Wabtec, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (4) to this Form 4.

#### **Remarks:**

In connection with the consummation of certain transactions contemplated by that certain Share Purchase Agreement, dated as of October 6, 2015 (as amended, the "Purchase Agreement"), among Financiere Faiveley S.A., a French societe anonyme ("FinF"), Famille Faiveley Participations S.A.S., a French societe par actions simplifee ("FFP"), Mr. Francois Faiveley and Mr. Erwan Faiveley (collectively, the "Sellers"), Wabtec Corporation and FW Acquisition, LLC, on November 30, 2016, the Sellers received shares of common stock of Westinghouse Air Brake Technologies Corporation ("Wabtec"). Issarts Capital S.A., a public limited liability company organized under the laws of Luxembourg ("Issarts"), is the successor by merger to FinF and FFP. Mr. Erwan Faiveley is the chairman of the board of directors of Issarts and has affiliations with entities that own a majority of the outstanding capital stock of Issarts. All shares of common stock of Wabtec held by Issarts are indicated as beneficially owned indirectly by Mr. Erwan Faiveley in this report because of his affiliations with Issarts, and Mr. Erwan Faiveley disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein. Except as expressly indicated herein, Mr. Erwan Faiveley, Issarts or any holder of capital stock of Issarts is the beneficial owner of shares of common stock of Wabtec.

> David L. DeNinno, POA for Erwan Faiveley

11/19/2020

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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