

WESCO INTERNATIONAL INC
Form 4
June 09, 2014

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HIBBARD TIMOTHY A

2. Issuer Name and Ticker or Trading Symbol
WESCO INTERNATIONAL INC [WCC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Pres-Corporate Controller

(Last) (First) (Middle)
225 WEST STATION SQUARE DRIVE, SUITE 700
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/06/2014

PITTSBURGH, PA 15219

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
WESCO International, Inc. Common Stock	06/06/2014		M		8,737	A	\$ 33.05 10,579
WESCO International, Inc. Common Stock	06/06/2014		D		3,167	D	\$ 91.2 7,412
WESCO International, Inc. Common	06/06/2014		F		1,754	D	\$ 91.2 5,658

Stock

WESCO

International,
Inc. Common
Stock

06/09/2014

S 3,816 D \$ 91.2331 1,842 D
(1)

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

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(9-02)

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)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock Appreciation Right	\$ 33.05	06/06/2014		M	8,737	<u>(2)</u> 07/01/2020	Common Stock	8,737

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HIBBARD TIMOTHY A
225 WEST STATION SQUARE DRIVE
SUITE 700
PITTSBURGH, PA 15219

Vice Pres-Corporate Controller

Signatures

/s/ Samantha L. O'Donoghue,
Attorney-In-Fact

06/09/2014

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

This represents the weighted average price paid for the shares. The shares were sold at prices ranging from \$91.22 to \$91.37. Mr. Hibbard

(1) will provide, upon request of the SEC staff, WESCO International, Inc., or a shareholder of WESCO International, Inc., complete information regarding the number of shares sold at each price within the range.

(2) The Stock Appreciation Right became exercisable in three (3) equal, annual installments beginning on July 1, 2011.

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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