

WESCO INTERNATIONAL INC  
Form 4  
April 30, 2015

**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 \*  
ENGEL JOHN

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/28/2015

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, President & CEO

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 Common Stock | 04/28/2015                           |  | M                              |   | 75,000  | A  | \$ 31.65 161,456                                      | D |
| WESCO International Common Stock | 04/28/2015                           |  | D                              |   | 33,528  | D  | \$ 70.8 127,928                                       | D |
| WESCO International Common       | 04/28/2015                           |  | F                              |   | 19,115  | D  | \$ 70.8 108,813                                       | D |

Stock

WESCO International Common Stock  
 04/29/2015 S 19,257 D \$ 71.4602 89,556 D  
 (1)

WESCO International Common Stock  
 04/29/2015 S 3,100 D \$ 70.7281 86,456 D  
 (2)

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 Acquired (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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Appreciation Right                   | \$ 31.65   | 04/28/2015                           |  | M                              | 75,000  | (3) 07/01/2015   | Common Stock 75,000   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| ENGEL JOHN<br>225 WEST STATION SQUARE DRIVE<br>SUITE 700<br>PITTSBURGH, PA 15219 | X             |           | Chairman, President & CEO |       |

## Signatures

/s/ Samantha L. O'Donoghue, as Attorney-In-Fact 04/30/2015

\*\*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 \$70.90 to \$71.89. Mr. Engel  
(1) will provide, upon request of the SEC staff, WESCO International, Inc., or a stockholder of WESCO International, Inc., complete information regarding the number of shares sold at each price within the range.

This represents the weighted average price paid for the shares. The shares were sold at prices ranging from \$70.25 to \$70.89. Mr. Engel  
(2) will provide, upon request of the SEC staff, WESCO International, Inc., or a stockholder of WESCO International, Inc., complete information regarding the number of shares sold at each price within the range.

(3) The July 1, 2005 Stock Appreciation Right became exercisable in three (3) equal, annual installments which were exercisable July 1, 2006, July 1, 2007 and July 1, 2008.

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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