SEC Form 4

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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Squires Nelson John III (Last) (First) (Middle) 225 WEST STATION SQUARE DRIVE SUITE 700 (Street) PITTSBURGH PA 15219 (City) (State) (Zip)	WESCO INTERNATIONAL INC [WCC] 3. Date of Earliest Transaction (Month/Day/Year) 02/11/2021 4. If Amendment, Date of Original Filed (Month/Day/Year)	Director / 10% Owner X Officer (give title below) / Other (specify below) EVP & GM, E&ES 6. Individual or Joint/Group Filing (Check Applicable Line) X 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	(A) or (D)	Price			
Common Stock	02/11/2021		M		1,619[1]	A	$0.00	13,166	D	
Common Stock	02/11/2021		F		530	D	$76.8	12,636	D	
Common Stock	02/13/2021		M[2]		1,911	A	$0.00	14,547	D	
Common Stock	02/13/2021		F		530	D	$80.44	14,017	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)		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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Rights	$76.8	02/11/2021		A		9,077		(3)	02/11/2031	Common Stock	9,077	$0.00	9,077	D	
Restricted Stock Units	(4)	02/11/2021		A		3,906		(5)	(5)	Common Stock	3,906	$0.00	3,906	D	
Restricted Stock Units	(4)	02/13/2021		M			1,911	(6)	(6)	Common Stock	0	$0.00	0	D	

Explanation of Responses:

1. Represents shares acquired upon settlement of performance shares granted in 2018 under WESCO International, Inc.'s long-term incentive plan. Each performance share represented a contingent right to receive one share of Common Stock if WESCO International, Inc. achieved specified performance goals during the three-years ended December 31, 2020.
2. Reflects settlement of Restricted Stock Units, the grant of which was previously reported on a Form 4, following the vesting of the restricted stock units.
3. Each Stock Appreciation Right becomes exercisable in three (3) equal, annual installments beginning on the first anniversary of the date of grant.
4. Each Restricted Stock Unit represents a contingent right to receive one share of Common Stock.
5. The Restricted Stock Units vest in three (3) equal, annual installments beginning on the first anniversary of the date of grant.
6. The Restricted Stock Units vested in full on February 13, 2021.

Remarks:

/s/ Diane E. Lazzaris, as Attorny-in-Fact — 02/16/2021

** Signature of Reporting Person — Date

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

* If the form is filed by more than one reporting person, *see* Instruction 4 (b)(v).

** 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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