

WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORP
 Form 4
 August 21, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Cox R Mark

2. Issuer Name and Ticker or Trading Symbol
 WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORP [WAB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1001 AIR BRAKE AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/21/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Sr. VP - Corporate Development

WILMERDING, PA 15148

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

(City) (State) (Zip)

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 |
| Common Stock - Direct | 08/21/2014 | | M | | 3,375 | A | \$ 28.695 |
| | | | | | 45,496 ⁽¹⁾ | D | |
| Common Stock - Direct | 08/21/2014 | | M | | 4,500 | A | \$ 17.425 |
| | | | | | 49,996 | D | |
| Common Stock - Direct | 08/21/2014 | | M | | 6,000 | A | \$ 14.5 |
| | | | | | 55,996 | D | |
| Common Stock - | 08/21/2014 | | M | | 6,000 | A | \$ 19.1025 |
| | | | | | 61,996 | D | |

Direct

Common
Stock -
Direct

08/21/2014

S

19,875 D

\$ 84.15
(2)

42,121

D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Non-Qualified Stock Option | \$ 28.695 | 08/21/2014 | | M | 3,375 | 02/15/2015 02/15/2021 | Common Stock | 3,375 |
| Non-Qualified Stock Option | \$ 14.5 | 08/21/2014 | | M | 6,000 | 02/17/2013 02/17/2019 | Common Stock | 6,000 |
| Non-Qualified Stock Options | \$ 19.1025 | 08/21/2014 | | M | 6,000 | 03/01/2014 02/17/2020 | Common Stock | 6,000 |
| Non-Qualified Stock Options | \$ 17.425 | 08/21/2014 | | M | 4,500 | 02/20/2012 02/20/2018 | Common Stock | 4,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cox R Mark 1001 AIR BRAKE AVENUE WILMERDING, PA 15148 | | | Sr. VP - Corporate Development | |

Signatures

David L.
DeNinno

08/21/2014

__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).
- (1) On June 11, 2013, Wabtec Corporation (WAB) effected a 2-for-1 stock split in the form of a 100% stock dividend to shareholders of record on June 3, 2013.

- The price reported in Column 4 is a weighted average price. The reporting person undertakes to provide to Westinghouse Air Brake
- (2) 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.

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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