SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5 |
| bligations may continue. See |
| nstruction 1(b). |
| |

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

| 1 | ss of Reporting Perso | n* | 2. Issuer Name and Ticker or Trading Symbol WESCO INTERNATIONAL INC [WCC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|----------------|-----------------------|------------------|--|--|-----------------------------|-------------------------|--|--|--|
| SWED PATRICK M | | | | | Director | 10% Owner | | | |
| | | | | x | Officer (give title | Other (specify | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | | below) | below) | | | |
| 225 WEST STA | ΓΙΟΝ SQUARE Ε | ORIVE, SUITE 700 | 11/08/2004 | | VICE PRESIDENT, OPERATIONS | | | | |
| | | | A 16 American Dete of Original Filed (Marsh/Dev.D/cor) | C. Jural | i ideal an Isint/Oneur Fi | in a (Ohaala Aradiaahla | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | Line) | lividual or Joint/Group Fil | іпд (Спеск Арріїсаріе | | | |
| PITTSBURGH | PA | 15219 | | X | Form filed by One R | eporting Person | | | |
| | | | | | Form filed by More t | han One Reporting | | | |
| (City) | (State) | (Zip) | | | 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) | 3.4. Securities Acquired (A)Transaction Code (Instr.Disposed Of (D) (Instr. 3, 4)8)5) | | | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
|-------------------------------------|--|---|--|---|--------|-----------------------|---|---|-----------|--|
| | | | Code | v | Amount | (A) or Transaction(s) | | | (1130. 4) | |
| WESCO INTERNATIONAL COMMON STOCK | | | | | | | | 197,962 | D | |
| WESCO INTERNATIONAL COMMON STOCK | 11/08/2004 | 11/08/2004 | S | | 50,000 | D | \$26.05 | 147,962 | 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. Transa Code (8) | | of | | 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 | | | | |
| Option for WESCO International Common Stock | \$24.02 | | | | | | | 09/29/2007 | 09/29/2014 | WESCO COMMON STOCK | 27,500 | | 656,278 | D | |

Explanation of Responses:

Remarks:

/s/ Patrick M. Swed

** Signature of Reporting Person

Date

11/08/2004

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.

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 Number.