

GENERAL ELECTRIC CO

Form 3

March 07, 2019

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 *

GENERAL ELECTRIC CO

(Last) (First) (Middle)

41 FARNSWORTH STREET

(Street)

BOSTON, MA 02210

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/25/2019

3. Issuer Name and Ticker or Trading Symbol

WESTINGHOUSE AIR BRAKE TECHNOLOGIES
CORP [WAB]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock (1)

19,018,207

D

A

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Date Expiration Title Amount or
Exercisable Date Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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| | | | | | | |
|--|-------|-------|-----------------|--------|-------------------|-----|
| | | | Shares | | (I) (Instr. 5) | |
| Series A Non-voting Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 10,000 | \$ (1) | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GENERAL ELECTRIC CO 41 FARNSWORTH STREET BOSTON, MA 02210 | Â | Â X | Â | Â |

Signatures

/s/ Christoph A. Pereira, Vice President, Chief Corporate, Securities and Finance Counsel on
behalf of General Electric Company

03/07/2019

Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

The non-voting convertible preferred stock will automatically convert (and is not otherwise convertible other than) upon a transfer by the reporting person to a third party. The conversion rate is equal to 2,881.5464 shares of issuer common stock for each share of issuer convertible preferred stock. The shares of issuer common stock and non-voting convertible preferred stock are subject to the terms of a

- (1) Shareholders Agreement entered into between the reporting person and the issuer on February 25, 2019, which, among other things, provides that (i) the reporting person is restricted from selling or otherwise disposing of any shares of issuer common and non-voting convertible preferred stock prior to March 27, 2019 and (ii) the reporting person is required to sell, transfer or otherwise divest all shares of issuer common and non-voting convertible preferred stock by no later than February 25, 2022.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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