

Lawrence Stephen J  
 Form 5  
 February 05, 2018

# FORM 5

**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).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
 Lawrence Stephen J

(Last) (First) (Middle)

C/O WESBANCO, ONE BANK PLAZA

(Street)

WHEELING, WV 26003

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 WESBANCO INC [WSBC]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 EVP & Chief Internal Auditor

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| Common Stock                    |                                      |  |                                | (A) Amount  | 4,408.562 <sup>(1)</sup>   | D  |                                   |
| Common Stock                    |                                      |  |                                | (A) Amount  | 21,081.346 <sup>(2)</sup>  | I  | by KSOP                           |
| Common Stock                    |                                      |  | 3                              | (A) Amount  |  | I  | By Spouse 401K                    |

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

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SEC 2270 (9-02)

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**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) | 8. F                       |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable Expiration Date                         | Title   | Amount or Number of Shares |
| Stock Option                               | \$ 28.79   | Â                                    | Â  | Â                              | Â Â Â (4)   | 05/21/2021   | Common Stock  | 1,000                      |
| Stock Option                               | \$ 31.58   | Â                                    | Â  | Â                              | Â Â Â (5)   | 06/02/2022   | Common Stock  | 1,000                      |
| Stock Option                               | \$ 32.37   | Â                                    | Â  | Â                              | Â Â Â (6)   | 05/25/2023   | Common Stock  | 2,000                      |
| Stock Option                               | \$ 38.88   | Â                                    | Â  | Â                              | Â Â Â (7)   | 05/16/2024   | Common Stock  | 2,000                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| Lawrence Stephen J<br>C/O WESBANCO<br>ONE BANK PLAZA<br>WHEELING, WV 26003 | Â             | Â         | Â EVP & Chief Internal Auditor | Â     |

## Signatures

/s/ Robert H. Young, 02/05/2018  
Attorney-in-Fact

\*\*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) Includes 55.242 shares acquired from the WesBanco, Inc. Dividend Reinvestment Plan.
- (2) Includes 620.116 shares credited to reporting person's KSOP account.
- (3) Reporting person's spouse owned 575 shares of common stock on the date the reporting person became an officer of the corporation.

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- (4) Options vested in 2 equal installments beginning 12/31/14.
- (5) Options vested in equal installments beginning 12/31/2015.
- (6) Options vested in 2 equal installments beginning 12/31/16.
- (7) Options vest in 2 equal installments beginning 12/31/17.

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