FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL								
OMB Number: 3235-02								
Estimated average burden								
hours per response:								

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Pettit Michael N					2. Issuer Name and Ticker or Trading Symbol WABASH NATIONAL CORP /DE [ WNC									elationship ck all applic Directo	•		on(s) to Iss			
(Last) 1000 SA	(Fir	st) (M	3. Date of Earliest Transaction (Month/Day/Year) 02/21/2018								2	below)	Officer (give title below)  SVP - Group P		Other (sp below) ent, FMP	pecify				
(Street)  LAFAYETTE IN 47905  (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)									5. Individual or Joint/Group Filing (Check Applicable ine)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Tabl	e I - N	lon-Deriv	ative S	Seci	urities	s Acq	uired,	Dis	posed of	, or Ber	neficiall	y Owned						
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day			y/Year)	Deemed ution D y nth/Day	ate,				ies Acquir Of (D) (Ins		5. Amou Securitie Benefici Owned	es I ally (	Form: (D) or Indire	Direct o B ct (I)	7. Nature of Indirect Beneficial Ownership					
									Code	v	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		(Instr. 4)		
Common Stock 0				02/21/2	018				M		6,821	A	\$0	29,	386	]	D			
Common Stock 02/21/2				018				F		2,558	D	\$23.9	26,828		D					
Common Stock <sup>(1)</sup> 02/21/2				018			A		6,356	A	\$0	33,184		D						
			Tab	le II - Deri (e.g.							osed of, o			wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	eemed tion Date, h/Day/Year)		ransaction ode (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercis Expiration Date (Month/Day/Ye		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	y	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership		
					Code	Code V		(D)	Date Exercisa	able	Expiration Date	Title	Amount or Number of Shares							
Performance Unit	(2)	02/21/2018			A		3,231		02/21/20	018	02/21/2018	Common Stock	3,231	(2)	6,821		D			
Performance	(3)	02/21/2018			M	Π		6,821	02/21/20	018	02/21/2018	Common	6,821	(3)	0		D			

## **Explanation of Responses:**

- 1. Restricted Stock Unit award vesting February 21, 2021.
- 2. Performance Units were granted on 2/17/2015, with a performance period ending upon the close of the Company's 2017 fiscal year. Number of units reported reflect those additional shares earned over and above the units reported on the Form 4 filed on 2/19/2015 as a result of the achievement of Company specified performance criteria for the performance period.
- 3. Performance Units were granted on 2/17/2015, with a performance period ending upon the close of the Company's 2017 fiscal year. Number of units reported reflect the total number of shares earned as a result of the achievement of Company specified performance criteria for the performance period. Each performance unit converted to one share of WNC common stock as of date of vesting on 2/17/2018.

## Remarks:

Michael N. Pettit

02/23/2018

\*\* 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.

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.