RBC Bearings INC
Form 8-K
September 13, 2016

UNITED	STATES
--------	---------------

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report: September 13, 2016 (Date of earliest event reported: September 12, 2016)

RBC BEARINGS INCORPORATED

(Exact name of registrant as specified in its charter)

Delaware 333-124824 95-4372080 (State or other jurisdiction (Commission (IRS Employer

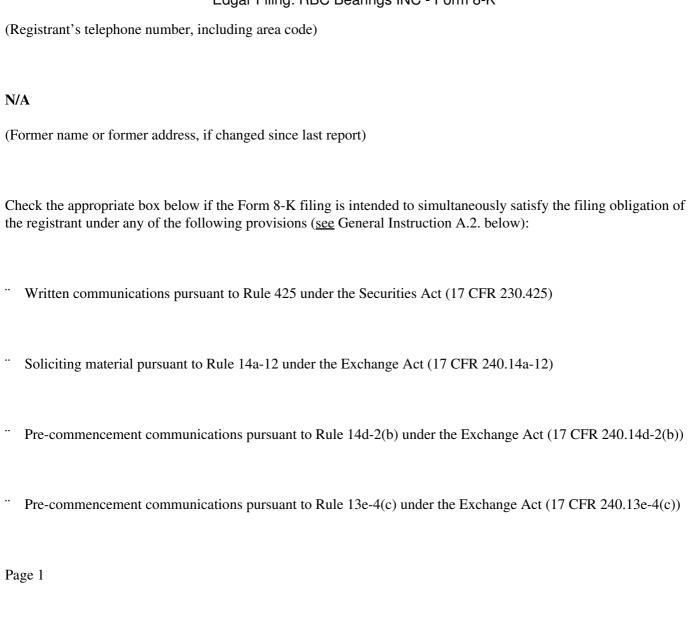
of incorporation) File Number) Identification No.)

One Tribology Center

Oxford, CT 06478

(Address of principal executive offices) (Zip Code)

(203) 267-7001



Item 5.07. Submission of Matters to a Vote of Security Holders.

At the Company's Annual General Meeting of Shareholders on September 12, 2016, the shareholders (1) elected all four of the Company's nominees for director; (2) ratified the appointment of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm for fiscal year 2017; (3) approved, on an advisory basis, the compensation paid to the Company's named executive officers, and (4) approved a resolution proposed by CalPERS to replace the Company's plurality voting standard for election of directors with a majority voting standard.

Shares were voted on these proposals as follows:

Proposal 1. The election of one director in Class II to serve a term of one year and the election of three directors in Class I to serve a term of three years

	Nominees	For	Withheld	Broker Non Vote
(a)	Mitchell I. Quain	18,372,483	4,192,693	464,979
(b)	Edward D. Stewart	18,372,052	4,193,124	464,979
(b)	Dr. Thomas J. O'Brien	18,343,320	4,221,856	464,979
(b)	Daniel A. Bergeron	15,161,047	7,404,129	464,979

- (a) to hold office in Class II for a one year term until the Company's 2017 Annual General Meeting of Stockholders.
- (b) to hold office in Class I for a three year term until the Company's 2019 Annual General Meeting of Stockholders:

Proposal 2. To ratify the appointment of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm for fiscal year 2017:

For Against Abstain Broker Non Vote 22,993,232 34,877 2,046 0

Proposal 3. The approval, on an advisory basis, of the compensation paid to the Company's named executive officers.

For Against Abstain Broker Non Vote 11,500,345 11,044,473 20,358 464,979

Proposal 4. To approve a resolution proposed by CalPERS to replace the Company's plurality voting standard for election of directors with a majority voting standard.

For Against Abstain Broker Non Vote 19,345,293 3,195,055 24,828 464,979

Page 2

SIGNATURES

According to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

Date: September 13, 2016

RBC BEARINGS INCORPORATED

By: /s/ Thomas J. Williams Name: Thomas J. Williams

Title: Corporate General Counsel & Secretary

Page 3