

HARTNETT MICHAEL J

Form 4

July 10, 2018

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
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HARTNETT MICHAEL J

(Last) (First) (Middle)

102 WILLENBROCK ROAD, ONE
TRIBOLOGY CENTER

(Street)

OXFORD, CT 06478

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
RBC Bearings INC [ROLL]

3. Date of Earliest Transaction
(Month/Day/Year)
07/08/2018

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)

President and CEO

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 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/08/2018		F	(A) or (D) Amount (1) 6,605 Price \$ 133.09	447,237 ⁽²⁾ (3) (4)	D	
Common Stock	07/09/2018		S	5,400 \$ 134.9036	441,837 ⁽²⁾ (3) (4)	D	
Common Stock	07/10/2018		S	4,779 \$ 133.5482	437,058 ⁽²⁾ (3) (4)	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

number.

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 51.08							06/14/2014 ⁽⁵⁾	06/14/2020	Common Stock	20,000
Option to Purchase Common Stock	\$ 64.15							07/01/2015 ⁽⁶⁾	07/01/2021	Common Stock	40,000
Option to Purchase Common Stock	\$ 72.83							07/01/2016 ⁽⁷⁾	07/01/2022	Common Stock	48,000
Option to Purchase Common Stock	\$ 72.94							07/08/2017 ⁽⁸⁾	07/08/2023	Common Stock	80,000
Option to Purchase Common stock	\$ 99.64							06/27/2018 ⁽⁹⁾	06/27/2024	Common Stock	80,000
Option to Purchase Common Stock	\$ 132.12							06/07/2019 ⁽¹⁰⁾	06/07/2025	Common Stock	76,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HARTNETT MICHAEL J
102 WILLENBROCK ROAD
ONE TRIBOLOGY CENTER
OXFORD, CT 06478

President and CEO

Signatures

/s/Thomas J. Williams /attorney
in fact

07/10/2018

__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) Represents shares withheld by the Company to pay tax liability related to the vesting of restricted stock
16,783 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse on 7/8/2019. Unvested shares of Restricted
(2) Stock (i) may be immediately forfeited to the Company at the time the grantee ceases to be an officer or employee of, or otherwise
perform services for, the Company or its subsidiaries under certain circumstances or (ii) may lapse upon the happening of certain events.
26,133 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule
(3) 1/2 vest on 6/27/2019 and 1/2 vest on 6/27/2020. Unvested shares of Restricted Stock (i) may be immediately forfeited to the Company
at the time the grantee ceases to be an officer or employee of, or otherwise perform services for, the Company or its subsidiaries under
certain circumstances or (ii) may lapse upon the happening of certain events.
52,040 shares of the reported Common Stock are Restricted Shares. 1/3 vest on 6/7/2019, 1/3 vest on 6/7/2020 and 1/3 vest on 6/7/2021.
(4) Unvested shares of Restricted Stock (i) may be immediately forfeited to the Company at the time the grantee ceases to be an officer or
employee of, or otherwise perform services for, the company or its subsidiaries under certain circumstances or (ii) may lapse upon the
happening of certain events.
(5) Options to purchase shares of Common Stock expire 7 years from grant date.
(6) Options to purchase shares of Common Stock vest on 7/1/2019. Options expire 7 years from grant date.
(7) Options to purchase shares of Common Stock are subject to the following vesting schedule - 1/2 vest on 7/1/2019 and 1/2 vest on
7/1/2020. Options expire 7 years from grant date.
(8) Options to purchase shares of Common Stock are subject to the following vesting schedule - 1/3 vest on 7/8/2019, 1/3 vest on 7/8/2020
and 1/3 vest on 7/8/2021. Options expire 7 years from grant date.
(9) Options to purchase shares of Common Stock are subject to the following vesting schedule - 1/4 vest on 6/27/2019, 1/4 vest on
6/27/2020, 1/4 vest on 6/27/2021 and 1/4 vest on 6/27/2022. Options expire 7 years from grant date.
(10) Options to purchase shares of Common Stock are subject to the following vesting schedule - 1/5 vest on 6/7/2019, 1/5 vest on 6/7/2020,
1/5 vest on 6/7/2021, 1/5 vest on 6/7/2022 and 1/5 vest on 6/7/2023. Options expire 7 years from grant date.

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

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