Troutman Michael Form 4 May 24, 2018

### FORM 4

#### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Troutman Michael			2. Issuer Name <b>and</b> Ticker or Trading Symbol Rexnord Corp [RXN]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
511 W. FRESHWATER WAY		VAY	(Month/Day/Year) 05/22/2018	Director 10% OwnerX Officer (give title Other (specify below)  Chief Information Officer		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)		
MILWAUKEE, WI 53204				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State) (	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securin(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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	05/22/2018		M(1)	3,202	A	<u>(1)</u>	23,896	D	
Common Stock	05/22/2018		F(2)	1,006	D	\$ 28.94	22,890	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Edgar Filing: Troutman Michael - Form 4

 $\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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. Transactic Code (Instr. 8)	onDeriva Securi Acqui	red (A) posed of 3, 4,	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and A	Secu
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	An or No of
Performance Stock Units	(1)	05/22/2018		A(1)	315		<u>(1)</u>	<u>(1)</u>	Common Stock	
Performance Stock Units	(1)	05/22/2018		M(1)		3,202	<u>(1)</u>	<u>(1)</u>	Common Stock	(1)
Stock Option (right to buy)	\$ 8.888						(3)	07/29/2020	Common Stock	2
Stock Option (right to buy)	\$ 22.03						<u>(3)</u>	05/11/2022	Common Stock	4
Stock Option (right to buy)	\$ 19						(3)	05/23/2023	Common Stock	2
Stock Option (right to buy)	\$ 29.31						09/03/2015(4)	09/03/2024	Common Stock	1
Stock Option (right to buy)	\$ 25.77						(3)	05/22/2025	Common Stock	2
Stock Option (right to buy)	\$ 19.7						05/20/2017(5)	05/20/2026	Common Stock	3
Stock Option (right to buy)	\$ 23.13						05/19/2018(5)	05/19/2027	Common Stock	1

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
<b>.</b>	Director	10% Owner	Officer	Other				
Troutman Michael			Chief					
511 W. FRESHWATER WAY			Information					
MILWAUKEE, WI 53204			Officer					

# **Signatures**

/s/ Jeffrey J. LaValle under Power of Attorney for Michael
Troutman

05/24/2018

\*\*Signature of Reporting Person Date

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### **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).
- Based on Rexnord Corporation's performance during the three-year performance period (fiscal 2016-fiscal 2018), the performance stock
- (1) units ("PSUs") vested at the level indicated above (the Reporting Person had the opportunity to earn up to 200% of the number originally reported, as previously disclosed).
- (2) Shares were withheld to satisfy tax withholding obligations in connection with the vesting of PSUs.
- (3) Option fully vested.
- (4) The original option vests in four annual installments beginning on the date listed above.
- (5) The original option vests in three annual installments beginning on the date listed above.

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.