**RBC** Bearings INC Form 4 March 02, 2017

### 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

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

obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol

Issuer

below)

(Last)

(Middle)

RBC Bearings INC [ROLL] 3. Date of Earliest Transaction

(Month/Day/Year) 02/28/2017

Director 10% Owner Officer (give title Other (specify

102 WILLENBROCK ROAD, ONE

(Street)

(First)

TRIBOLOGY CENTER

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

President and CEO

5. Relationship of Reporting Person(s) to

(Check all applicable)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

OXFORD, CT 06478

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secui	rities Acquir	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit ord Dispos (Instr. 3, 4	ed of (	·	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	02/28/2017		M	2,823	A	\$ 44.6	511,061 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	
Common Stock	02/28/2017		S	2,823	D	\$ 94.3707	508,238 <u>(1)</u> (2) (3)	D	
Common Stock	03/01/2017		M	11,551	A	\$ 44.6	519,789 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	
Common Stock	03/01/2017		S	11,551	D	\$ 95.3095	508,238 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	
Common Stock	03/01/2017		M	9,098	A	\$ 51.08	517,336 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	

### Edgar Filing: RBC Bearings INC - Form 4

 $508,238 \frac{(1)}{95.3095} \frac{(2)}{(3)}$ Common S 03/01/2017 D Stock

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 required to respond unless the form displays a currently valid OMB control number.

(9-02)

#### 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. Transactic Code (Instr. 8)	Secur Secur Acqu or Di (D)	rities nired (A) asposed of r. 3, 4,	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	Amour Numbe Shares
Option to Purchase Common Stock	\$ 44.6	02/28/2017		M		2,823	06/04/2012(4)	06/04/2019	Common Stock	100,0
Option to Purchase Common Stock	\$ 44.6	03/01/2017		M		11,551	06/04/2012(4)	06/04/2019	Common Stock	100,0
Option to Purchase Common Stock	\$ 51.08	03/01/2017		M		9,098	06/14/2014(5)	06/14/2020	Common Stock	100,0
Option to Purchase Common Stock	\$ 64.15						07/01/2015(6)	07/01/2021	Common Stock	100,0
Option to Purchase Common Stock	\$ 72.83						07/01/2016(7)	07/01/2022	Common Stock	80,0
Option to Purchase Common Stock	\$ 72.94						07/08/2017(8)	07/08/2023	Common Stock	100,0

### **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

03/02/2017

\*\*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).
- 16,784 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse on 7-1/2017. Unvested shares of Restricted

  (1) 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.
- 26133 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule- 1/2 vest on 7/1/2017, 1/2 vest on 7/1/2018. 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.
- 50,350 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule- 1/3 vest on 7/8/2017, 1/3 vest on 7/8/2018, 1/3 vest on 7/8/2019. 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.
- Options to purchase shares of Common Stock are subject to the following vesting schedule 1/5 vest on 6/4/2013, 1/5 vest on 6/4/2014, 1/5 vest on 6/4/2015, 1/5 vest on 6/4/2016 and 1/5 vest on 6/4/2017. Options expire 7 years from grant date.
- Options to purchase shares of Common Stock are subject to the following vesting schedule- 1/5 vest on 6/14/2014, 1/5 vest on 6/14/2015, 1/5 vest on 6/14/2016, 1/5 vest on 6/14/2017 and 1/5 vest on 6/14/2018. Options expire 7 years from grant date.
- Options to purchase shares of Common Stock are subject to the following vesting schedule- 1/5 vest on 7-1/2015, 1/5 vest on 7-1/2016, 1/5 vest on 7-1/2017, 1/5 vest on 7-1/2018 and 1/5 vest on 7-1/2019. Options expire 7 years from grant date.
- Options to purchase shares of Common Stock are subject to the following vesting schedule- 1/5 vest on 7/1/2016, 1/5 vest on 7/1/2017, 1/5 vest on 7/1/2018, 1/5 vest on 7/1/2019 and 1/5 vest on 7/1/2020. Options expire 7 years from grant date.
- Options to purchase shares of Common Stock are subject to the following vesting schedule- 1/5 vest on 7/8/2017, 1/5 vest on 7/8/2018, 1/5 vest on 7/8/2019, 1/5 vest on 7/8/2020 and 1/5 vest on 7/8/2021. 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. 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.

Reporting Owners 3