

HARTNETT MICHAEL J  
Form 4  
June 05, 2018

**FORM 4**

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

OMB APPROVAL

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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

(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)  
06/01/2018

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)  
 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)
			Code	V Amount (A) or (D) Price			
Common Stock	06/01/2018		M	17,792 A \$ 64.15	541,908 <sup>(1)</sup> <u>(2) (3)</u>	D	
Common Stock	06/01/2018		S <sup>(4)</sup>	17,792 D \$ 128.3871	524,116 <sup>(1)</sup> <u>(2) (3)</u>	D	
Common Stock	06/01/2018		M	32,000 A \$ 72.83	556,116 <sup>(1)</sup> <u>(2) (3)</u>	D	
Common Stock	06/01/2018		S <sup>(4)</sup>	32,000 D \$ 128.3871	524,116 <sup>(1)</sup> <u>(2) (3)</u>	D	
Common Stock	06/01/2018		M	11,651 A \$ 72.94	535,767 <sup>(1)</sup> <u>(2) (3)</u>	D	

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Common Stock	06/01/2018	S <sup>(4)</sup>	11,651	D	\$ 128.3871	524,116 <sup>(1)</sup> (2) (3)	D
Common Stock	06/04/2018	M	8,349	A	\$ 72.94	532,465 <sup>(1)</sup> (2) (3)	D
Common Stock	06/04/2018	S <sup>(4)</sup>	11,615	D	\$ 128.1228	520,850 <sup>(1)</sup> (2) (3)	D
Common Stock	06/05/2018	S <sup>(4)</sup>	32,144	D	\$ 128.3227	488,706 <sup>(1)</sup> (2) (3)	D

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

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(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. 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)	Amount or Number of Shares
Option to Purchase Common Stock	\$ 64.15	06/01/2018		M	17,792	07/01/2015 <sup>(5)</sup> 07/01/2021	Common Stock	17,792
Option to Purchase Common Stock	\$ 72.83	06/01/2018		M	32,000	07/01/2016 <sup>(6)</sup> 07/01/2022	Common Stock	32,000
Option to Purchase Common Stock	\$ 72.94	06/01/2018		M	11,651	07/08/2017 <sup>(7)</sup> 07/08/2023	Common Stock	11,651
Option to Purchase Common Stock	\$ 72.94	06/04/2018		M	8,349	07/08/2017 <sup>(7)</sup> 07/08/2023	Common Stock	8,349
Option to Purchase	\$ 51.08					06/14/2014 <sup>(8)</sup> 06/14/2020	Common Stock	20,000

Common  
Stock

Option to  
Purchase  
Common  
stock \$ 99.64

06/27/2018<sup>(9)</sup> 06/27/2024 Common  
Stock 80,00

## 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 06/05/2018

\*\*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) 13,067 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse 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.
  - (2) 33,567 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule 1/2 vest on 7/8/2018, 1/2 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.
  - (3) 39,200 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule 1/3 vest on 6/27/2018, 1/3 vest on 6/27/2019, 1/3 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.
  - (4) Sold pursuant to a 10b5-1 plan established on 12/20/2017.
  - (5) Options to purchase shares of Common Stock are subject to the following vesting schedule- 1/2 vest on 7/1/2018 and 1/2 vest on 7/1/2019. Options expire 7 years from grant date
  - (6) Options to purchase shares of Common Stock are subject to the following vesting schedule- 1/3 vest on 7/1/2018, 1/3 vest on 7/1/2019 and 1/3 vest on 7/1/2020. Options expire 7 years from grant date.
  - (7) Options to purchase shares of Common Stock are subject to the following vesting schedule- 1/4 vest on 7/8/2018, 1/4 vest on 7/8/2019, 1/4 vest on 7/8/2020 and 1/4 vest on 7/8/2021. Options expire 7 years from grant date.
  - (8) Options to purchase shares of Common Stock vest on 6/14/2018. Options expire 7 years from grant date.
  - (9) Options to purchase shares of Common Stock are subject to the following vesting schedule- 1/5 vest on 6/27/2018, 1/5 vest on 6/27/2019, 1/5 vest on 6/27/2020, 1/5 vest on 6/27/2021 and 1/5 vest on 6/27/2022. Options expire 7 years from grant date.

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