

Bannon Patrick S.
Form 4
June 11, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Bannon Patrick S.

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
131 WOODS WAY DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/07/2018

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
V.P. and General Manager

SOUTHBURY, CT 06488

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
Common Stock	06/07/2018		A	5,000 A	\$ 0 21,884 ⁽¹⁾ ⁽²⁾ ₍₃₎ ₍₄₎	D	

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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	\$ 132.12	06/07/2018		A	10,000	06/07/2019 ⁽⁵⁾ 06/07/2025	Common Stock	10,000
Option to Purchase Common Stock	\$ 126.56					02/01/2019 ⁽⁶⁾ 02/01/2025	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bannon Patrick S. 131 WOODS WAY DRIVE SOUTHURY, CT 06488			V.P. and General Manager	

Signatures

/s/Thomas J. Williams /attorney in fact 06/11/2018

**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) 2,100 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule 1/3 vest on 12/4/2018, 1/3 vest on 12/4/2019, 1/3 vest on 12/4/2020. 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.
- (2) 4,000 shares of the reported Common Stock are Restricted Shares. 1/4 vest on 12/2/2018, 1/4 vest on 12/2/2019, 1/4 vest on 12/2/2020, 1/4 vest on 12/2/2021. 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) 5,000 shares of the reported Common Stock are Restricted Shares. 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, 1/5 vest on 6/7/2023. 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.

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- 7,500 shares of the reported Common Stock are Restricted Shares. 1/5 vest on 2/1/2019, 1/5 vest on 2/1/2020, 1/5 vest on 2/1/2021, 1/5 vest on 2/1/2022, 1/5 vest on 2/1/2023. 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)
- (5) 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.
- (6) Options to purchase shares of Common Stock are subject to the following vesting schedule- 1/5 vest on 2/01/2019, 1/5 vest on 2/01/2020, 1/5 vest on 2/01/2021, 1/5 vest on 2/01/2022 and 1/5 vest on 2/01/2023. 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. 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.