

REGAL BELOIT CORP
Form 4
May 09, 2012

FORM 4

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

OMB APPROVAL

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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 *
COLVIN TERRY R

(Last) (First) (Middle)

6771 WHITE OAK DRIVE

(Street)

SOUTH BELOIT, IL 61080

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
REGAL BELOIT CORP [RBC]

3. Date of Earliest Transaction (Month/Day/Year)
05/08/2012

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)
VP/Human Resources

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 (D) Price | | | |
| Common Stock | | | | | 1,283 ⁽¹⁾ | I | Retirement Savings Plan |
| Common Stock | 05/08/2012 | | F | 472 D \$ 61.92 | 8,027 | 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)

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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 |
| Stock Appreciation Rights | \$ 42.94 | | | | | 09/11/2008 ⁽²⁾ | 09/11/2016 | Common Stock | 7,500 |
| Stock Appreciation Rights | \$ 44.12 | | | | | 05/01/2009 ⁽³⁾ | 05/01/2017 | Common Stock | 7,500 |
| Stock Appreciation Rights | \$ 42.28 | | | | | 05/02/2010 ⁽³⁾ | 05/02/2018 | Common Stock | 9,000 |
| Stock Appreciation Rights | \$ 42.65 | | | | | 05/08/2011 ⁽³⁾ | 05/08/2019 | Common Stock | 15,000 |
| Stock Appreciation Rights | \$ 61.36 | | | | | 05/05/2012 ⁽³⁾ | 05/05/2020 | Common Stock | 12,000 |
| Stock Appreciation Rights | \$ 72.29 | | | | | 05/04/2013 ⁽³⁾ | 05/04/2021 | Common Stock | 8,000 |
| Stock Appreciation Rights | \$ 63.56 | | | | | 05/03/2014 ⁽³⁾ | 05/03/2022 | Common Stock | 8,200 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| COLVIN TERRY R 6771 WHITE OAK DRIVE SOUTH BELOIT, IL 61080 | | | VP/Human Resources | |

Signatures

/s/ Peter C. Underwood as Power of
Attorney

05/09/2012

__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) Balance reflects the most current data available with regard to holdings in the Regal-Beloit Coporation Retirement Savings Plan.

Granted as stock-settled Stock Appreciation Rights (SARs) under the 2003 Equity Incentive Plan. The SARs vest and become exercisable

(2) 40% on the second anniversary of the grant date, 60% on the third anniversay, 80% on the fourth anniversary, and 100% on the fifth anniversary.

Granted as stock-settled Stock Appreciation Rights (SARs) under the 2007 Equity Incentive Plan. The SARs vest and become exercisable

(3) 40% on the scond anniversary of the grant date, 60% on the third anniversary, 80% on the fourth anniversary and 100% on the fifth anniversary.

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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