

HARTNETT MICHAEL J

Form 4

September 14, 2018

**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  
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

## OMB APPROVAL

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(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)  
09/12/2018

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 \_\_\_\_ Other (specify  
below) below)

President and CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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	09/12/2018		M		8,477	A \$ 64.15	382,289 <sup>(1)</sup> (2) (3) D
Common Stock	09/12/2018		S		8,477	D \$ 151.1045	373,812 <sup>(1)</sup> (2) (3) D
Common Stock	09/12/2018		M		2,241	A \$ 72.83	376,053 <sup>(1)</sup> (2) (3) D
Common Stock	09/12/2018		S		2,241	D \$ 151.1045	373,812 <sup>(1)</sup> (2) (3) D
Common Stock	09/13/2018		M		1,500	A \$ 72.83	375,312 <sup>(1)</sup> (2) (3) D

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Common Stock	09/13/2018	S	1,500	D	\$ 150.6667	373,812 <sup>(1)</sup> (2) (3)	D
Common Stock	09/14/2018	M	8,500	A	\$ 72.83	382,312 <sup>(1)</sup> (2) (3)	D
Common Stock	09/14/2018	S	8,500	D	\$ 150.812	373,812 <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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Share
Option to Purchase Common Stock	\$ 64.15	09/12/2018		M	8,477	07/01/2015 <sup>(4)</sup> 07/01/2021	Common Stock 8,477
Option to Purchase Common Stock	\$ 72.83	09/12/2018		M	2,241	07/01/2016 <sup>(5)</sup> 07/01/2022	Common Stock 2,241
Option to Purchase Common Stock	\$ 72.83	09/13/2018		M	1,500	07/01/2016 <sup>(5)</sup> 07/01/2022	Common Stock 1,500
Option to Purchase Common Stock	\$ 72.83	09/14/2018		M	8,500	07/01/2016 <sup>(5)</sup> 07/01/2022	Common Stock 8,500
Option to Purchase Common	\$ 72.94					07/08/2017 <sup>(6)</sup> 07/08/2023	Common Stock 80,000

Stock

Option to  
Purchase  
Common  
stock

\$ 99.64

06/27/2018<sup>(7)</sup> 06/27/2024Common  
Stock

80,000

Option to  
Purchase  
Common  
Stock

\$ 132.12

06/07/2019<sup>(8)</sup> 06/07/2025Common  
Stock

76,000

## 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/John J. Feeney /attorney  
in fact

09/14/2018

\*\*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).

16,783 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse 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.

(2) 26,133 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule 1/2 vest on 6/27/2019 and 1/2 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.

(3) 52,040 shares of the reported Common Stock are Restricted Shares. 1/3 vest on 6/7/2019, 1/3 vest on 6/7/2020 and 1/3 vest on 6/7/2021. 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.

(4) Options to purchase shares of Common Stock vest on 7/1/2019. Options expire 7 years from grant date.

(5) Options to purchase shares of Common Stock are subject to the following vesting schedule - 1/2 vest on 7/1/2019 and 1/2 vest on 7/1/2020. 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 7/8/2019, 1/3 vest on 7/8/2020 and 1/3 vest on 7/8/2021. 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 6/27/2019, 1/4 vest on 6/27/2020, 1/4 vest on 6/27/2021 and 1/4 vest on 6/27/2022. Options expire 7 years from grant date.

(8) 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.

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