HARTNETT MICHAEL J

Form 4

September 24, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** HARTNETT MICHAEL J	2. Issuer Name and Ticker or Trading Symbol RBC Bearings INC [ROLL]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Middle)	3. Date of Earliest Transaction	(Check all applicable)		
	(Month/Day/Year)	Director 10% Owner		
102 WILLENBROCK ROAD, ONE TRIBOLOGY CENTER	09/20/2018	Officer (give title Other (specify below) President and CEO		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
OXFORD, CT 06478	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tak	ole I - Non-	Derivative	Secu	rities Acquire	ed, Disposed of, o	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 orDisposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(111311. 4)	
Common Stock	09/20/2018		M	2,029	A	\$ 72.94	375,841 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	
Common Stock	09/20/2018		S	2,029	D	\$ 152.3909	373,812 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	
Common Stock	09/20/2018		M	4,571	A	\$ 99.64	378,383 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	
Common Stock	09/20/2018		S	4,571	D	\$ 152.3909	373,812 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	
Common Stock	09/21/2018		M	11,429	A	\$ 99.64	385,241 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	

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\$ 373,812 (1) 153.3087 (2) (3) Common 11,429 D D 09/21/2018 S Stock

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. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Yea	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 or Numbe of Shar	
Option to Purchase Common Stock	\$ 72.94	09/20/2018		M	2,029	07/08/2017 <u>(4)</u>	07/08/2023	Common Stock	2,029	
Option to Purchase Common stock	\$ 99.64	09/20/2018		M	4,571	06/27/2018(5)	06/27/2024	Common Stock	4,57	
Option to Purchase Common stock	\$ 99.64	09/21/2018		M	11,429	9 06/27/2018 ⁽⁵⁾	06/27/2024	Common Stock	11,42	
Option to Purchase Common Stock	\$ 64.15					07/01/2015 <u>(6)</u>	07/01/2021	Common Stock	20,00	
Option to Purchase Common Stock	\$ 72.83					07/01/2016 <u>(7)</u>	07/01/2022	Common Stock	32,00	
Option to Purchase Common Stock	\$ 132.12					06/07/2019(8)	06/07/2025	Common Stock	76,00	

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/John J. Feeney /attorney in fact

09/24/2018

**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

 (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.
- 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.
- 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.
- 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.
- 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.
- (6) Options to purchase shares of Common Stock 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 1/2 vest on 7/1/2019 and 1/2 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 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.

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.

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