RBC Bearings INC Form 4 July 01, 2014

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

(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]

(First) (Middle) (Last)

3. Date of Earliest Transaction (Month/Day/Year) 06/27/2014

102 WILLENBROCK ROAD, ONE TRIBOLOGY CENTER

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

_X__ Director 10% Owner X_ Officer (give title _ Other (specify 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

OXFORD, CT US 0647	8
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(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	omr Dispos (Instr. 3,	sed of 4 and 3	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)
Common Stock	06/27/2014		Code V M	Amount 12,308	(D)	Price \$ 20.37	430,443 <u>(2)</u> <u>(4)</u> <u>(7)</u>	D	
Common Stock	06/27/2014		S(8)	8,000	D (8)	\$ 63.979	422,443 <u>(2)</u> <u>(4)</u> <u>(7)</u>	D	
Common Stock	06/30/2014		M	8,270	A	\$ 20.37	430,713 <u>(2)</u> (4) <u>(7)</u>	D	
Common Stock	06/30/2014		S(8)	5,374	D (8)	\$ 64.0503	425,339 <u>(2)</u> <u>(4)</u> <u>(7)</u>	D	
Common Stock	07/01/2014		M	13,871	A	\$ 20.37	439,210 <u>(2)</u> <u>(4)</u> <u>(7)</u>	D	

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Common 430,210 (2) 07/01/2014 9,000 $S_{(8)}$ D 64.4398 (4) (7) Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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 on Derivative Securities Acquired (or Disposed (D) (Instr. 3, 4, and 5)	(A) ed of	Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D		Date Exercisable	Expiration Date	Title	Amour Numbe Shares
Stock Option for purchase of Common Stock	\$ 22.73						11/16/2010(1)	11/16/2016	Common	100,0
Stock Option for purchase of Common Stock	\$ 37.66						10/06/2012(3)	10/06/2018	Common Stock	100,0
Stock Option for Commn Shares	\$ 44.6						06/04/2012(5)	06/04/2019	Common Stock	100,0
Stock Option for Common Stock	\$ 51.08						06/14/2014(6)	06/14/2020	Common Stock	100,0
Stock Option	\$ 20.37	06/27/2014		M	12,3	308	11/11/2009(1)	11/11/2015	Common Stock	100,0

for purchase of Common Stock								
Stock Option for purchase of Common Stock	\$ 20.37	06/30/2014	M	8,270	11/11/2009 <u>(1)</u>	11/11/2015	Common Stock	100,0
Stock Option for purchase of Common	\$ 20.37	07/01/2014	M	13,871	11/11/2009 <u>(1)</u>	11/11/2015	Common Stock	100,0

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
HARTNETT MICHAEL J 102 WILLENBROCK ROAD ONE TRIBOLOGY CENTER OXFORD, CT US 06478	X		President and CEO				

Signatures

Stock

Thomas J. Williams /attorney in fact/ 07/01/2014

**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) Options to purchase shares of Common Stock are subject to the following vesting schedule: 1/5 vest on 11/16/2010, 1/5 vest on 11/16/2011, 1/5 vest on 11/16/2013 and 1/5 vest on 11/16/2014
- 21,000 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule: 1/3 lapse on 10/06/2014, 1/3 lapse on 10/06/2015 and 1/3 lapse on 10/06/2016. 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: 1/5 vest on 10/06/2012, 1/5 vest on 10/06/2013, 1/5 vest on 10/06/2014, 1/5 vest on 10/06/2015 and 1/5 vest on 10/06/2016. Options expire 7 years from grant date.
- (4) 11,667 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse on 6/4/2015. 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

Reporting Owners 3

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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: 1/5 vest on 6/4/2013, 1/5 vest on 6/4/2014, 1/5 vest on 6/4/2015, 1/5 vest on 6/4/2016 and 1/5 vest on 6/4/2017. 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 6/14/2014, 1/5 vest on 6/14/2015, 1/5 vest on 6/14/2016, 1/5 vest on 6/14/2017 and 1/5 vest on 6/14/2018. Options expire 7 years from grant date.
- 23,334 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule: 1/2 vest on 6/14/2015, 1/2 vest on 6/14/2016. 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.
- (8) Sales of shares related to an option exercise to cover exercise price plus applicable taxes.

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.