SEC Form 4

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL									
OMB Number: 3235-02									
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1. Name and Add	dress of Reporting P	erson*	2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
HARTNETT MICHAEL J			RBC Bearings INC [ROLL]	X	Director	10% Owner				
(Last) (First) (Middle		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	- x	Officer (give title below)	Other (specify below)				
102 WILLEN	BROCK ROAD		09/10/2019		President an	d CEO				
ONE TRIBOI	LOGY CENTER									
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Fili	ng (Check Applicable				
OXFORD	СТ	06478		X	Form filed by One Re	porting Person				
	(Ctata)	(7:>)	—		Form filed by More the Person	an One Reporting				
(City)	(State)	(Zip)		1						

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	09/10/2019		М		4,124	A	\$99.64	399,563 ⁽¹⁾	D	
Common Stock	09/10/2019		S ⁽²⁾		4,124	D	\$160.1091	395,439 ⁽¹⁾	D	
Common Stock	09/12/2019		М		2,789	A	\$99.64	398,228 ⁽¹⁾	D	
Common Stock	09/12/2019		S ⁽²⁾		2,789	D	\$160	395,439 ⁽¹⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (a q nute calle warrante ontione convertible securities)

	(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. Transa Code (8)		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to Purchase Common stock	\$99.64	09/10/2019		М			4,124	06/27/2019 ⁽³⁾	06/27/2024	Common Stock	4,124	\$0	50,789	D	
Option to Purchase Common stock	\$99.64	09/12/2019		М			2,789	06/27/2019 ⁽³⁾	06/27/2024	Common Stock	2,789	\$0	48,000	D	
Option to Purchase Common Stock	\$72.83							07/01/2020	07/01/2022	Common Stock	16,000		16,000	D	
Option to Purchase Common Stock	\$72.94							07/08/2020 ⁽⁴⁾	07/08/2023	Common Stock	40,000		40,000	D	
Option to Purchase Common Stock	\$132.12							06/07/2019 ⁽⁵⁾	06/07/2025	Common Stock	76,000		76,000	D	
Option to Purchase Common Stock	\$143.92							06/03/2020 ⁽⁶⁾	06/03/2026	Common Stock	76,000		76,000	D	

Explanation of Responses:

1. Includes 99,800 shares of restricted stock, which vest according to the following schedule; 13,067 shares vest on 6/27/2020; 34,693 shares 1/2 of which vest on 6/7/2020 and 1/2 vest on 6/7/2021; and 52,040 shares 1/3 of which vest on 6/3/2020, 1/3 vest on 6/3/2021 and 1/3 vest on 6/3/2022.

2. Sold pursuant to a 10b5-1 plan.

3. All these options to purchase Common Stock are exercisable except for 48,000 options that are subject to the following vesting schedule - 1/3 vest on 6/27/2020, 1/3 vest on 6/27/2021 and 1/3 vest on 6/27/2022.

4. Options to purchase shares of Common Stock are subject to the following vesting schedule - 1/2 vest on 7/8/2020 and 1/2 vest on 7/8/2021.

5. All these options to purchase Common Stock are exercisable except for 60,800 options that are subject to the following vesting schedule - 1/4 vest on 6/7/2020, 1/4 vest on 6/7/2021, 1/4 vest on 6/7/2022 and 1/4 vest on 6/7/2023.

6. Options to purchase shares of Common Stock are subject to the following vesting schedule - 1/5 vest on 6/3/2020, 1/5 vest on 6/3/2021, 1/5 vest on 6/3/2022, 1/5 vest on 6/3/

<u>/s/Joseph</u> <u>Salamunovich/attorney in fact</u>

09/12/2019

** Signature of Reporting Person Date

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

 \ast 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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