SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Che	eck this box if no longer subject to
	ction 16. Form 4 or Form 5
	gations may continue. See
	truction 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

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	ess of Reporting Pers	on*	2. Issuer Name and Ticker or Trading Symbol <u>RBC Bearings INC</u> [ROLL]		tionship of Reporting Perso all applicable)	n(s) to Issuer	
HARINEI	<u> MICHAEL J</u>			X	Director	10% Owner	
	(First) (Middle)			X	Officer (give title below)	Other (specify below)	
(Last) (First)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		,	,	
102 WILLENE	ROCK ROAD		10/13/2010		President and C	CEO	
ONE TRIBOL	OGY CENTER						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	idual or Joint/Group Filing (Check Applicable	
(Street)				Line)			
OXFORD	СТ	US 06478		X	Form filed by One Reporting Person		
					Form filed by More than One Reporting		
(-)	(-)				Person		
(City)	(State)	(Zip)					

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)	Code (3. 4. Securities Acquired (A) or Transaction Disposed Of (D) (Instr. 3, 4 and 5) Code (Instr. 8) 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 (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	10/13/2010		S		8,800	D	\$35.1502	404,971 ⁽³⁾⁽⁵⁾⁽⁷⁾⁽⁸⁾	D	
Common Stock	10/14/2010		S		7,000	D	\$35.3876	397,971 ⁽³⁾⁽⁵⁾⁽⁷⁾⁽⁸⁾	D	

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. 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				
Stock Option for Common Stock	\$14.5							03/29/2006	08/10/2015	Common Stock	533,502		533,502	D	
Stock Option for Common Stock	\$22.66							07/12/2007 ⁽¹⁾	07/12/2013	Common Stock	40,000		40,000	D	
Stock Option for Common Stock	\$31.91							02/12/2009 ⁽²⁾	02/12/2015	Common Stock	100,000		100,000	D	
Stock Option for purchase of Common Stock	\$ 20.37							11/11/2009 ⁽⁴⁾	11/11/2015	Common Stock	100,000		100,000	D	
Stock Option for purchase of Common Stock	\$ 22.73							11/16/2010 ⁽⁶⁾	11/16/2016	Common	100,000		100,000	D	

Explanation of Responses:

1. Options to purchase shares of Common Stock are subject to the following vesting schedule: 1/3 vested on 7/12/07, 1/3 vest on 7/12/08 and 1/3 vest on 7/12/09.

Options to purchase shares of common stock are subject to the following vesting schedule: 1/5 vest on 2/12/09, 1/5 vest on 2/12/10, 1/5 vest on 2/12/11, 1/5 vest on 2/12/12 and 1/5 vest on 2/12/13.
 15,000 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule: 1/3 lapse on 2/12/11, 1/3 lapse on 2/12/12 and 1/3 lapse on 2/12/13.
 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 are subject to the following vesting schedule: 1/3 vested on 11/11/09, 1/3 vest on 11/11/10 and 1/3 vest on 11/11/11.

5. 16.667 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule: 1/2 lapse on 11/11/10 and 1/2 lapse on 11/11/11. 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.

6. 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 11/16/2012, 1/5 vest on 11/16/2013 and 1/5 vest on 11/16/2014

7. 25,000 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule: 1/3 lapse on 11/16/2010, 1/3 lapse on 11/16/2011 and 1/3 lapse on 11/16/2012. 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. 25,000 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule: 1/3 lapse on 4/4/2011, 1/3 lapse on 4/4/2012 and 1/3 lapse on 4/4/2013.

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

Thomas J. Williams /attorney in <u>10/15/2010</u>

** Signature of Reporting Person Date

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

* 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.