UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.)*

RBC Bearings, Inc.

(Name of Issuer)

Common Stock, \$0.01 Par Value

(Title of Class of Securities)

75524B104

(CUSIP Number)

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- o Rule 13d-1(c)
- ⊠ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 641255104

3.

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)

Whitney RBHC Investor, LLC, a Delaware limited liability company (IRS Identification No. 06-1610540), the sole managing member of which is Whitney V, L.P., a Delaware limited partnership. The sole general partner of Whitney V, L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company. The managing members of Whitney Equity Partners V, LLC are Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)	0		
(b)	0		
SEC Use Only			

4. Citizenship or Place of Organization

A Delaware limited liability company. The sole managing member is a Delaware limited partnership. The sole general partner of such limited partnership is a Delaware limited liability company whose managing members are individuals who are United States citizens.

 Number of
 5.
 Sole Voting Power

 Shares
 5,637,412 shares of Common Stock

 Beneficially
 Owned by

7. Sole Dispositive Power 8. Shared Dispositive Power 9. Aggregate Amount Reneficially Owned by Each Reporting Person 5.557.412 shares of Common Stock 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o 11. Percent of Class Represented by Amount in Row (9) 34.22%	Each Reporting Person With	6.		Shared Voting Power -0-			
			7.				
5837.412 shares of Common Stock 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o 11. Percent of Class Represented by Amount in Row (9) 34.22%. 12. Type of Reporting Person (See Instructions) OO 2 Item 1. (a) Name of Issuer RBC Bearings, Inc. (b) Address of Issuer's Principal Executive Offices One Tribology Come Oxford, CT 06478 Item 2. (a) Name of Person Filing Whitney RBHC, Investor, ILC is a Delaware limited liability company. The name of the managing member of Whitney RBHC. Investor, Whitney RBHC, Investor, ILC is a Delaware limited liability company. The name of the managing member of Whitney RBHC. Investor, ULC is whitey to Whitney YLE is Whitney Enging Parenter VLC is Delaware limited liability company. The name of the managing member of Whitney RBHC. Investor, Whitney RBHC Investor, ILC is a Delaware limited liability company. The name of the managing member of Whitney RBHC. Investor, ULC is white Web Stores. Stanford, CT 06901. The name sea binains address of the managing members of Whitney RBHC Investor, ULC a Delaware limited liability company. The managing member is 177 Broad Street. Stanford, CT 06901. (b) Address of Principal Basies Office or, if none, Residence Whitney RBHC Investor, LLC. (c) Address of Principal Basies Office or, if none, Residence Whitney RBHC Investor, LLC. (d) Address of Principal Basies Office or, if none, Residence Whitney RBHC Investor			8.	-			
11. Percent of Class Represented by Amount in Row (9) 34.22% 12. Type of Reporting Person (See Instructions) OO 2 12. Type of Reporting Person (See Instructions) OO 2 14. (a) Name of Issuer RBC Bearings, Inc. (b) Address of Issuer's Principal Executive Offices Oxford, CT 06478 14. (a) Name of Deson Filing Williney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P. a Delaware limited pathetes is 177 Broad Street, Stamford, CT 006901. The name of the general patheter of Whitney V, L.P. is Whitney Fujury Patrees V, LLC, a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC are so follows: Peter M. Classever, LLC (L, Palue V, LLC, a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC are so follows: Peter M. Classever, LLC (L), L, Ji S Whitney Fujury Patrees V, LLC, a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC are so follows: Peter M. Classever, LLC (L), Patheter Leverch, L, Dalen, JLC, and Leverch, L, Dalens, Storet, R. Some, Paul R. Vigana and Rabert M. Williams, Jr, the business address of each of whom is 177 Broad Street, Stamford, CT 06901. (b) Address of Principal Business Office or, if none, Residence Williney RBHC Investor, LLC is a Delaware limited liability company. All of the managing members of such limited patreeship. The general patree of such limited patreeship is a Delaware limited liability company. All of the ma	9.						
34.22% 12. Type of Reporting Person (See Instructions) 00 2 Item 1. (a) Name of Issuer RIC. Bearings, Inc. (b) Address of Issuer's Principal Executive Offices One Tribology Center Oxford, CT 06478 Item 2. (a) Name of Person Filing Whiney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whiney RBHC Investor, LLC is Viburey V, L.P., a Delaware limited partnership, whose business address of the managing member of Whiney RBHC Investor, LLC is SUBTRET, Stanford, CT 06501. The name of the general partner of Whiney V, L.P., a Delaware limited partnership, whose business address of the managing member of Whiney Partners V, LLC, a Delaware limited liability company, whose business address of the managing member of Whiney Partners V, LLC are as follows: Feet M. Castleman, John C. Hockin, Willam Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Roher M. Williams, Jr., the business address of the managing member is a Delaware limited partnership. The general partner of such limited partnership, is a Delaware limited liability company. All of the managing members of such general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States. (b) Address of Securitics	10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o					
2 Item 1. (a) Name of Issuer RBC Bearings, Inc. (b) Address of Issuer's Principal Executive Offices One Tibbology Center Oxford, CT 06478 Item 2. (a) Name of Person Filing Whiney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whiney RBHC Investor, LLC is Whiney V. LP. a Delaware limited patters business address is 177 Broad Street, Stamford, CT 06901. The name of the general patter of Whiney V, LP. Is Whiney Equity Patters V, LLC, a Delaware Innited liability company, whose business address is 177 Broad Street, Stamford, CT 06901. The names and business address of the managing members of Whiney RBHC Investor, LLC are s follows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. Offstien, Steven E. Rodges, Mitchael R. Stone, Paul R. Vigano and Robert M. Williams, Jr., the business address of each of whom is 177 Broad Street, Stamford, CT 06901. (b) Address of Fincipal Business Office or, if none, Residence Whiney RBHC Investor, LLC 177 Broad Street, Stamford, CT 06901. (c) Citizenship Whiney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States. (d) The of Class of Securities Common Stock CUSIP Number 75524B104 If this statement is filed pursuant to \$§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:	11.						
Item 1. (a) Name of Issuer RBC Bearings, Inc. (b) Address of Issuer's Principal Executive Offices One Tribology Center Oxford, CT 06478 Item 2. (a) Name of Person Filing Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P., a Delaware limited partnership, whose business address is 177 Broad Street, Stamford, CT 06901. The name of the general partner of Whitney V, L.P. is Whitney Figuity Partners V, LLC, a Delaware limited liability company, whose business address is 1377 Broad Street, Stamford, CT 06901. The names and business address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J, O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr., the business address of each of whom is 177 Broad Street, Stamford, CT 06901. (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC 177 Broad Street Stamford, CT 06901 (c) Clitzenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are circlex of the United States. (d) Title of Class of Securities Common Stock CUSIP Number 72524B104 It this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:	12.						
(a) Name of Issuer RBC Bearings, Inc. (b) Address of Issuer's Principal Executive Offices On Tribology Center Oxford, CT 06478 Item 2. (a) (a) Name of Person Filing Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P., a Delaware limited partnership, whose business address is 177 Broad Street, Stamford, CT 06901. The name of the general partner of Whitney V, L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address is 178 Broad Street, Stamford, CT 06901. The name and business address of the managing member of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr., the business address of each of whom is 177 Broad Street, Stamford, CT 06901. (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC 177 Broad Street 15 th Floor Stamford, CT 06901 (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States. (d) Title of Class of Stecurities Common Stock CUSIP Number 75524B104				2			
(a) Name of Issuer RBC Bearings, Inc. (b) Address of Issuer's Principal Executive Offices On Tribology Center Oxford, CT 06478 Item 2. (a) (a) Name of Person Filing Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P., a Delaware limited partnership, whose business address is 177 Broad Street, Stamford, CT 06901. The name of the general partner of Whitney V, L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address is 178 Broad Street, Stamford, CT 06901. The name and business address of the managing member of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr., the business address of each of whom is 177 Broad Street, Stamford, CT 06901. (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC 177 Broad Street 15 th Floor Stamford, CT 06901 (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States. (d) Title of Class of Stecurities Common Stock CUSIP Number 75524B104							
RBC Bearings, Inc. (b) Address of Issuer's Principal Executive Offices One Tribology Center Oxford, CT 06478 Item 2. (a) Name of Person Filing Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P., a Delaware limited partnership, whose business address is 177 Broad Street, Stamford, CT 06901. The name of the general partner of Whitney V, L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address is 177 Broad Street, Stamford, CT 06901. The name and business address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr., the business address of each of whom is 177 Broad Street, Stamford, CT 06901. (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC 177 Broad Street 15 th Floor Stamford, CT 06901 (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States. (d) Title of Class of Securities Common Stock CUSIP Number 75524B104 Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:							
Item 2. (a) Name of Person Filing Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P., a Delaware limited partnership, whose business address is 177 Broad Street, Stamford, CT 06901. The name of the general partner of Whitney V, L.P., is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address is 177 Broad Street, Stamford, CT 06901. The names and business address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr., the business address of each of whom is 177 Broad Street, Stamford, CT 06901. (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC 177 Broad Street 15 th Floor Stamford, CT 06901 (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States. (d) Title of Class of Securities Common Stock (e) CUSIP Number 75524B104 Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:		(a)					
 (a) Name of Person Filing Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P. a Delaware limited partnership, whose business address is 177 Broad Street, Stamford, CT 06901. The name of the general partner of Whitney V, L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address is 177 Broad Street, Stamford, CT 06901. The names and business address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr., the business address of each of whom is 177 Broad Street, Stamford, CT 06901. (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC 177 Broad Street 15th Floor Stamford, CT 06901 (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States. (d) Title of Class of Securities Common Stock (e) CUSIP Number 75524B104 If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: 		(b)	One Tribology	Center			
 (a) Name of Person Filing Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P. a Delaware limited partnership, whose business address is 177 Broad Street, Stamford, CT 06901. The name of the general partner of Whitney V, L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address is 177 Broad Street, Stamford, CT 06901. The names and business address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr., the business address of each of whom is 177 Broad Street, Stamford, CT 06901. (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC 177 Broad Street 15th Floor Stamford, CT 06901 (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States. (d) Title of Class of Securities Common Stock (e) CUSIP Number 75524B104 If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: 	Item 2.						
Whitney RBHC Investor, LLC 177 Broad Street 15 th Floor Stamford, CT 06901 (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States. (d) Title of Class of Securities Common Stock (e) CUSIP Number 75524B104 Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:		(a)	Whitney RBHC LLC is Whitney the general part is 177 Broad St LLC are as follo	C Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, y V, L.P., a Delaware limited partnership, whose business address is 177 Broad Street, Stamford, CT 06901. The name of ner of Whitney V, L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address reet, Stamford, CT 06901. The names and business address of the managing members of Whitney Equity Partners V, ows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R.			
Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States. (d) Title of Class of Securities Common Stock (e) CUSIP Number 75524B104 Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:		(b)	Whitney RBHC 177 Broad Stree 15 th Floor	C Investor, LLC et			
(e) Common Stock CUSIP Number 75524B104 Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:		(c)	Whitney RBHC general partner	of such limited partnership is a Delaware limited liability company. All of the managing members of such general			
(e) CUSIP Number 75524B104 Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:		(d)					
		(e)	e) CUSIP Number				
 (a) o Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o). (b) o Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c). 							

- (c) o Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) o Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).

(6	2)	0	An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);				
(f	f)	0	An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);				
(§	g)	0	A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);				
(ł	ו)	0	A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);				
(i	.)	0	A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);				
(j)	0	Group, in accordance with §240.13d-1(b)(1)(ii)(J).				
If this statement is filed pursuant to Rule 13d-1(c), check this box. o							
3							

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1. The following information is provided as of December 31, 2005:

- (a) Amount beneficially owned: Whitney RBHC Investor, LLC is the beneficial owner of 5,637,412 shares.
- (b) Percent of class: 34.22%
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote 5,637,412 shares
 - (ii) Shared power to vote or to direct the vote 0 shares
 - (iii) Sole power to dispose or to direct the disposition of 5,637,412 shares
 - (iv) Shared power to dispose or to direct the disposition of 0 shares

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following o.

Not applicable

- Item 6. Ownership of More than Five Percent on Behalf of Another Person
 - No other person has the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of, the securities owned by Whitney RBHC Investor, LLC.
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person
 - Not applicable
- Item 8. Identification and Classification of Members of the Group Not applicable
- Item 9. Notice of Dissolution of Group Not applicable
- Item 10. Certification

Signature

After reasonable inquiry and to the best of its knowledge and belief, Whitney RBHC Investor, LLC certifies that the information set forth in this statement is true, complete and correct.

Date: January 31, 2006

WHITNEY RBHC INVESTOR, LLC

By: Whitney V, L.P., its Managing Member By: Whitney Equity Partners V, LLC, its General Partner

By: /s/ Daniel J. O'Brien

Daniel J. O'Brien Managing Member