SEC Form 4

FORM 4

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

OMB APPROVAL

I

| MENT OF CHANGES IN BENEFICIAL OWNERSHIP | OME |
|--|-------|
| | Estin |
| Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 | hour |
| or Section 30(h) of the Investment Company Act of 1940 | |

3235-0287 Number: nated average burden rs per response: 0.5

| 1. Name and Address of Reporting Person [*] Edwards Richard J | | | 2. Issuer Name and Ticker or Trading Symbol <u>RBC Bearings INC</u> [RBC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | |
|--|------------------|-------|---|--|--|--|--|--|--|
| (Last) 102 WILLEN | (First) (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 06/03/2024 | Officer (give title Other (specify below) below) below) V.P. and General Manager | | | | | |
| ONE TRIBOLOGY CENTER | | ER | 4. If Amendment, Date of Original Filed (Month/Day/Year) 06/05/2024 | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) OXFORD | СТ | 06478 | | Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication | | | | | | |
| Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | | |
| 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 (| | 4. Securities Disposed Of 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | Form: Direct | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|--------|---|------------------------------------|---------------|----------|---|--------------|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 06/03/2024 | | F | | 431 ⁽¹⁾ | D | \$295.28 | 12,539(2) | 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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 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 | | | |

Explanation of Responses:

1. Represents shares withheld by the Company to pay tax liability related to the vesting of restricted stock.

2. Includes 3,550 shares of restricted stock, which vest according to the following schedule - 800 shares 1/2 of which vest on 6/3/2025 and 1/2 vest on 6/3/2026; 1,200 shares 1/3 of which vest on 6/3/2025, 1/3 vest on 6/3/2026 and 1/3 vest on 6/3/2027; 800 shares 1/4 of which vest on 6/1/2025, 1/4 vest on 6/1/2027 and 1/4 vest on 6/1/2028; and 750 shares 1/5 of which vest on 5/23/2025, 1/5 vest on 5/23/2026, 1/5 vest on 5/23/2027, 1/5 vest on 5/23/2028 and 1/5 vest on 5/23/2029.

Remarks:



** 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.

to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Check this box if no longer subject

STATEMENT OF CH