SEC Form 4

FORM 4

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

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

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

1. Name and Address of Reporting Person* Feeney John J.	2. Issuer Name **and** Ticker or Trading Symbol RBC Bearings INC [ROLL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle) ONE TRIBOLOGY CENTER 102 WILLENBROCK ROAD	3. Date of Earliest Transaction (Month/Day/Year) 12/02/2021	Director 10% Owner X Officer (give title below) Other (specify below) **Vice President and Secretary**
(Street) OXFORD CT 06478 (City) (State) (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/02/2021		F		19[1]	D	$190.82	1,806[2]	D	
Common Stock	12/15/2021		F		19[1]	D	$199.95	1,787[3]	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				
Option to Purchase Common Stock	$135.53							12/15/2019[4]	12/15/2025	Common Stock	200		200	D	
Option to Purchase Common Stock	$58							09/26/2019	09/26/2021	Common Stock	400		400	D	
Option to Purchase Common Stock	$116.25							02/08/2019[5]	02/08/2025	Common Stock	30		30	D	
Option to Purchase Common Stock	$181.58							02/08/2022[6]	02/08/2028	Common Stock	280		280	D	
Option to Purchase Common Stock	$199.16							06/03/2022[7]	06/03/2028	Common Stock	2,000		2,000	D	

Explanation of Responses:

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

2. Includes 1,158 shares of restricted stock, which vest according to the following schedule; 28 shares 1/2 of which vest on 2/8/2022 and 1/2 vest on 2/8/2023; 180 shares 1/3 of which vest on 12/15/2021, 1/3 vest on 12/15/2022 and 1/3 vest on 12/15/2023; 450 shares 1/5 of which vest on 2/8/2022, 1/5 vest on 2/8/2023, 1/5 vest on 2/8/2024, 1/5 vest on 2/8/2025 and 1/5 vest on 2/8/2026; and 500 shares 1/5 of which vest on 6/3/2022, 1/5 vest on 6/3/2023, 1/5 vest on 6/3/2024, 1/5 vest on 6/3/2025 and 1/5 vest on 6/3/2026.

3. Includes 1,098 shares of restricted stock, which vest according to the following schedule; 28 shares 1/2 of which vest on 2/8/2022 and 1/2 vest on 2/8/2023; 120 shares 1/2 of which vest on 12/15/2022 and 1/2 vest on 12/15/2023; 450 shares 1/5 of which vest on 2/8/2022, 1/5 vest on 2/8/2023, 1/5 vest on 2/8/2024, 1/5 vest on 2/8/2025 and 1/5 vest on 2/8/2026; and 500 shares 1/5 of which vest on 6/3/2022, 1/5 vest on 6/3/2023, 1/5 vest on 6/3/2024, 1/5 vest on 6/3/2025 and 1/5 vest on 6/3/2026.

4. All these options to purchase Common Stock are exerciseable except for 80 options that are subject to the following vesting schedule - 1/2 vest on 12/15/2022 and 1/2 vest on 12/15/2023.

5. All these options to purchase Common Stock are exerciseable except for 12 options that are subject to the following vesting schedule - 1/2 vest on 2/8/2022 and 1/2 vest on 2/8/2023.

6. These options to purchase Common Stock are subject to the following vesting schedule - 1/5 vest on 2/8/2022, 1/5 vest on 2/8/2023, 1/5 vest on 2/8/2024, 1/5 vest on 2/8/2025 and 1/5 vest on 2/8/2026.

7. These options to purchase Common Stock are subject to the following vesting schedule - 1/5 vest on 6/3/2022, 1/5 vest on 6/3/2023, 1/5 vest on 6/3/2024, 1/5 vest on 6/3/2025 and 1/5 vest on 6/3/2026.

Remarks:

/s/John J. Feeney   12/15/2021
** 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.