

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report: **March 4, 2013** (Date of earliest event reported: **March 1, 2013**)

**RBC BEARINGS INCORPORATED**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**333-124824**  
(Commission  
File Number)

**95-4372080**  
(IRS Employer  
Identification No.)

**One Tribology Center**  
**Oxford, CT 06478**

(Address of principal executive offices) (Zip Code)

**(203) 267-7001**

(Registrant's telephone number, including area code)

**N/A**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 8.01. Other Events.**

On March 1, 2013, RBC Bearings Incorporated announced its plans to consolidate and restructure its large bearing manufacturing facilities. In March , the company will discontinue manufacturing large bearings in Houston, Texas and will consolidate the manufacturing into other RBC manufacturing facilities, mainly its South Carolina operation. This consolidation will result in a pre-tax charge of approximately \$7.7M and an after-tax charge of approximately \$5.5M in Q4. A copy of the press release announcing the plans to consolidate and restructure is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

On March 4, 2013, RBC Bearings Incorporated announced that it has acquired Western Precision Aero LLC for approximately \$2.6 million. Western Precision Aero LLC located in Garden Grove, California, is a manufacturer of precision components and gears for the aerospace and industrial markets. Its net sales for the last calendar year were approximately \$5.0 million. A copy of the press release announcing the acquisition is attached hereto as Exhibit 99.2 and is incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit 99.1 Press Release of RBC Bearings Incorporated dated March 1, 2013 announcing plans to consolidate and restructure.

Exhibit 99.2 Press Release of RBC Bearings Incorporated dated March 4, 2013 announcing Western Precision Aero LLC acquisition.

**SIGNATURES**

According to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

Date: March 4, 2013

**RBC BEARINGS INCORPORATED**

By: /s/ Thomas J. Williams  
Name: Thomas J. Williams  
Title: Corporate General Counsel & Secretary

## **Press release**

### **RBC Bearings Incorporated Announces the Consolidation and Restructuring of its Large Bearing Manufacturing Facilities**

Oxford, CT – March 1, 2013 – RBC Bearings Incorporated (Nasdaq: ROLL), a leading international manufacturer of highly-engineered precision plain, roller and ball bearings for the industrial, defense, and aerospace industries, today announced its plans to consolidate and restructure its large bearing manufacturing facilities.

In March 2013, the Company will discontinue manufacturing large bearings in Houston, Texas and will consolidate the manufacturing into other RBC manufacturing facilities, mainly its South Carolina operation.

The consolidation will serve to strengthen and bring to critical mass the efficiency of our large bearing manufacturing operations and consequently a gross margin improvement for this product offering is planned over the next 12 months. This consolidation will result in a pre-tax charge of approximately \$7.7 million and an after-tax charge of approximately \$5.5 million in the fourth quarter of fiscal 2013.

#### **About RBC Bearings**

RBC Bearings Incorporated is an international manufacturer and marketer of highly engineered precision bearings and components. Founded in 1919, the Company is primarily focused on producing highly technical or regulated bearing products requiring sophisticated design, testing, and manufacturing capabilities for the diversified industrial, aerospace, and defense markets. Headquartered in Oxford, Connecticut, RBC Bearings currently employs approximately 2,122 people and operates 23 manufacturing facilities in four countries.

---

### **Safe Harbor for Forward Looking Statements**

Certain statements in this press release contain “forward-looking statements.” All statements other than statements of historical fact are “forward-looking statements” for purposes of federal and state securities laws, including the section of this press release entitled “Outlook”; any projections of earnings, revenue or other financial items relating to the Company, any statement of the plans, strategies and objectives of management for future operations; any statements concerning proposed future growth rates in the markets we serve; any statements of belief; any characterization of and the Company’s ability to control contingent liabilities; anticipated trends in the Company’s businesses; and any statements of assumptions underlying any of the foregoing. Forward-looking statements may include the words “may,” “estimate,” “intend,” “continue,” “believe,” “expect,” “anticipate,” and other similar words. Although the Company believes that the expectations reflected in any forward-looking statements are reasonable, actual results could differ materially from those projected or assumed in any of our forward-looking statements. Our future financial condition and results of operations, as well as any forward-looking statements, are subject to change and to inherent risks and uncertainties beyond the control of the Company. These risks and uncertainties include, but are not limited to, risks and uncertainties relating to general economic conditions, geopolitical factors, future levels of general industrial manufacturing activity, future financial performance, market acceptance of new or enhanced versions of the Company’s products, the pricing of raw materials, changes in the competitive environments in which the Company’s businesses operate, the outcome of pending or future litigation and governmental proceedings and approvals, estimated legal costs, increases in interest rates, the Company’s ability to meet its debt obligations, and risks and uncertainties listed or disclosed in the Company’s reports filed with the Securities and Exchange Commission, including, without limitation, the risks identified under the heading “Risk Factors” set forth in the Company’s most recent Annual Report filed on Form 10-K. The Company does not intend, and undertakes no obligation, to update or alter any forward-looking statements.

### **Contacts**

RBC Bearings  
Daniel A. Bergeron  
203-267-5028  
[dbergeron@rbcbearings.com](mailto:dbergeron@rbcbearings.com)

FTI Consulting  
Michael Cummings  
617-897-1532  
[investors@rbcbearings.com](mailto:investors@rbcbearings.com)

---

**Press release**

**RBC Bearings Incorporated Completes the Acquisition of Western Precision Aero LLC**

Oxford, CT – March 4, 2013 – RBC Bearings Incorporated (NASDAQ: ROLL), a leading international manufacturer of highly-engineered precision plain, roller and ball bearings for the industrial, defense and aerospace industries, today announced that it has acquired Western Precision Aero LLC (“WPA”) for approximately \$2.6 million.

WPA located in Garden Grove, California, is a manufacturer of precision components and gears for the aerospace and industrial markets. WPA’s net sales for the last calendar year were approximately \$5.0 million.

Dr. Michael J. Hartnett, Chairman and Chief Executive Officer, commented, “The addition of WPA’s unique and complimentary products and processes to our portfolio of highly engineered products increases the breadth of our current offering to customers. The acquisition is in line with our strategy of product portfolio expansion into the aerospace and industrial markets.”

**About RBC Bearings**

RBC Bearings Incorporated is an international manufacturer and marketer of highly engineered precision bearings and components. Founded in 1919, the Company is primarily focused on producing highly technical or regulated bearing products requiring sophisticated design, testing, and manufacturing capabilities for the diversified industrial, aerospace and defense markets. Headquartered in Oxford, Connecticut, RBC Bearings currently employs approximately 2,152 people and operates 24 manufacturing facilities in four countries.

---

### **Safe Harbor for Forward Looking Statements**

Certain statements in this press release contain “forward-looking statements.” All statements other than statements of historical fact are “forward-looking statements” for purposes of federal and state securities laws, including any section of this press release entitled “Outlook”; any projections of earnings, revenue or other financial items relating to the Company, any statement of the plans, strategies and objectives of management for future operations; any statements concerning proposed future growth rates in the markets we serve; any statements of belief; any characterization of and the Company’s ability to control contingent liabilities; anticipated trends in the Company’s businesses; and any statements of assumptions underlying any of the foregoing. Forward-looking statements may include the words “may”, “estimate”, “intend”, “continue”, “believe”, “expect”, “anticipate” and other similar words. Although the Company believes that the expectations reflected in any forward-looking statements are reasonable, actual results could differ materially from those projected or assumed in any of our forward-looking statements. Our future financial condition and results of operations, as well as any forward-looking statements, are subject to change and to inherent risks and uncertainties beyond the control of the Company. These risks and uncertainties include, but are not limited to, risks and uncertainties relating to our ability to integrate acquired companies or assets, general economic conditions, geopolitical factors, future levels of general industrial manufacturing activity, future financial performance, market acceptance of new or enhanced versions of the Company’s products, the pricing of raw materials, changes in the competitive environments in which the Company’s businesses operate, the outcome of pending or future litigation and governmental proceedings and approvals, estimated legal costs, increases in interest rates, the Company’s ability to meet its debt obligations, and risks and uncertainties listed or disclosed in the Company’s reports filed with the Securities and Exchange Commission, including, without limitation, the risks identified under the heading “Risk Factors” set forth in the Company’s Annual Report filed on Form 10-K. The Company does not intend, and undertakes no obligation, to update or alter any forward-looking statement.

### **Contacts**

RBC Bearings  
Daniel A. Bergeron  
203-267-5028  
[dbergeron@rbcbearings.com](mailto:dbergeron@rbcbearings.com)

FTI Consulting  
Michael Cummings  
617-897-1532  
[investors@rbcbearings.com](mailto:investors@rbcbearings.com)

---