

QUAIN MITCHELL I

Form 4

August 14, 2018

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
QUAIN MITCHELL I

(Last) (First) (Middle)

1 BRISTOL ROAD

(Street)

MIDDLEBURY, CT 06762

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
RBC Bearings INC [ROLL]

3. Date of Earliest Transaction
(Month/Day/Year)
08/13/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

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	08/13/2018		M		2,500	A	\$ 51.08
							10,500 (1) (2)
Common Stock	08/13/2018		S		2,500	D	\$ 140.1929
							8,000 (1) (2)
Common Stock	08/13/2018		M		1,600	A	\$ 64.15
							9,600 (1) (2)
Common Stock	08/13/2018		S		1,600	D	\$ 140.1929
							8,000 (1) (2)
Common Stock	08/13/2018		M		1,200	A	\$ 72.83
							9,200 (1) (2)
	08/13/2018		S		1,200	D	
							8,000 (1) (2)

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Common Stock					\$ 140.1929			
Common Stock	08/13/2018		M	800	A	\$ 72.94	8,800 <u>(1)</u> <u>(2)</u>	D
Common Stock	08/13/2018		S	800	D	\$ 140.1929	8,000 <u>(1)</u> <u>(2)</u>	D
Common Stock	08/13/2018		M	400	A	\$ 99.64	8,400 <u>(1)</u> <u>(2)</u>	D
Common Stock	08/13/2018		S	400	D	\$ 140.1929	8,000 <u>(1)</u> <u>(2)</u>	D

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

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(9-02)

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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Option to Purchase Common Stock	\$ 51.08	08/13/2018		M	2,500	06/14/2014 ⁽³⁾ 06/14/2020	Common Stock	2,500
Option to Purchase Common Stock	\$ 64.15	08/13/2018		M	1,600	07/01/2015 ⁽⁴⁾ 07/01/2021	Common Stock	1,600
Option to Purchase Common Stock	\$ 72.83	08/13/2018		M	1,200	07/01/2016 ⁽⁵⁾ 07/01/2022	Common Stock	1,200
Option to Purchase	\$ 72.94	08/13/2018		M	800	07/08/2017 ⁽⁶⁾ 07/08/2023	Common Stock	800

Common
Stock

Option to
Purchase
Common
Stock

\$ 99.64 08/13/2018

M

400

06/27/2018⁽⁷⁾

06/27/2024

Common
Stock

400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

QUAIN MITCHELL I
1 BRISTOL ROAD
MIDDLEBURY, CT 06762

Signatures

/s/Thomas J. Williams /attorney
in fact

08/14/2018

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

417 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse on 7/8/2019. Unvested shares of Restricted Stock (1) (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.

833 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule- 1/2 vest on 6/27/2019 and 1/2 vest on 6/27/2020. Unvested shares of Restricted Stock (1) 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.

(3) Options to purchase shares of Common Stock expire 7 years from grant date.

(4) Options to purchase shares of Common Stock vest on 7/1/2019. Options expire 7 years from grant date.

(5) Options to purchase shares of Common Stock are subject to the following vesting schedule - 1/2 vest on 7/1/2019 and 1/2 vest on 7/1/2020. Options expire 7 years from grant date.

(6) Options to purchase shares of Common Stock are subject to the following vesting schedule - 1/3 vest on 7/8/2019, 1/3 vest on 7/8/2020 and 1/3 vest on 7/8/2021. Options expire 7 years from grant date.

(7) Options to purchase shares of Common Stock are subject to the following vesting schedule - 1/4 vest on 6/27/2019, 1/4 vest on 6/27/2020, 1/4 vest on 6/27/2021 and 1/4 vest on 6/27/2022. Options expire 7 years from grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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