

RBC Bearings INC  
Form 4  
November 13, 2008

**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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
LEVINE ALAN B

(Last) (First) (Middle)

C/O GRADUATE MGMT  
ADMISSION COUNCIL, 1600  
TYSONS BOULEVARD, SUITE  
1400

(Street)

MCLEAN, VA US 22102

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/11/2008

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)  
☒ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                          | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 2,000                                                                                                              | (2) (4)                                                              | D                                                                 |
| Common<br>Stock                       | 11/11/2008                              |                                                             | A                                       |                                                                            | 1,000<br>(6)                                                                                                       | A \$<br>0.01                                                         | 3,000 (2) (4) (6) D                                               |

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

**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 control  
number.**

SEC 1474  
(9-02)

# Edgar Filing: RBC Bearings INC - Form 4

**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 Underlying Securities (Instr. 3 and 4) |                 |              |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|---------------------------------------------------------------|-----------------|--------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Date Exercisable                                              | Expiration Date | Title        | Amount or Number of Shares |
| Option to purchase Common Stock            | \$ 15.33                                               |                                      |                                                    |                                |                                                                                         |                                                          |     | 11/08/2005                                                    | 11/08/2015      | Common Stock | 2,500                      |
| Option to purchase Common Stock            | \$ 21.03                                               |                                      |                                                    |                                |                                                                                         |                                                          |     | 07/13/2007 <sup>(1)</sup>                                     | 07/13/2013      | Common Stock | 2,500                      |
| Option to purchase Common Stock            | \$ 31.91                                               |                                      |                                                    |                                |                                                                                         |                                                          |     | 02/12/2009 <sup>(3)</sup>                                     | 02/13/2015      | Common Stock | 2,500                      |
| Option to purchase Common Stock            | \$ 20.37                                               | 11/11/2008                           |                                                    | A                              |                                                                                         | 2,500 <sup>(5)</sup>                                     |     | 11/11/2009 <sup>(5)</sup>                                     | 11/11/2015      | Common Stock | 2,500                      |

## Reporting Owners

| Reporting Owner Name / Address                                                                                   | Relationships                    |
|------------------------------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                                                  | Director 10% Owner Officer Other |
| LEVINE ALAN B<br>C/O GRADUATE MGMT ADMISSION COUNCIL<br>1600 TYSONS BOULEVARD, SUITE 1400<br>MCLEAN, VA US 22102 | X                                |

## Signatures

Thomas J. Williams 11/13/2008

\*\*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).

- (1) Options to purchase shares of common stock are subject to the following vesting schedule: 833 vested on 7/13/07, 833 vest on 7/13/08 and 834 vest on 7/13/09.

167 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse on 7/13/09. Unvested shares of Restricted Stock

- (2) (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.

- (3) Options to purchase shares of common stock are subject to the following vesting schedule: 1/5 vest on 2/12/09, 1/5 vest on 2/12/10, 1/5 vest on 2/12/11, 1/5 vest on 2/12/12 and 1/5 vest on 2/12/13.

1,000 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule: 1/5

- (4) lapse on 2/12/09, 1/5 lapse on 2/12/10, 1/5 lapse on 2/12/11, 1/5 lapse on 2/12/12 and 1/5 lapse on 2/12/13. Unvested shares of Restricted Stock (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.

- (5) Options to purchase shares of common stock are subject to the following vesting schedule: 1/3 vested on 11/11/09, 1/3 vest on 11/11/10 and 1/3 vest on 11/11/11.

1,000 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule: 1/3

- (6) lapse on 11/11/09, 1/3 lapse on 11/11/10 and 1/3 lapse on 11/11/11. Unvested shares of Restricted Stock (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.

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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