

Williams Thomas J
 Form 4
 September 11, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Williams Thomas J

(Last) (First) (Middle)

15 LAUREL CREST DRIVE

(Street)

BURLINGTON, CT US 06013

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 09/07/2012

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)
 General Counsel and Secretary

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 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	09/07/2012		M ⁽⁹⁾		2,418 A \$ 31.91	6,918 ⁽⁴⁾ ⁽⁵⁾ ₍₇₎	D
Common Stock	09/07/2012		S ⁽⁹⁾		2,418 D \$ 47	4,500 ⁽⁴⁾ ⁽⁵⁾ ₍₇₎	D
Common Stock	09/10/2012		M ⁽⁹⁾		5,582 A \$ 31.91	10,082 ⁽⁴⁾ ⁽⁵⁾ ₍₇₎	D
Common Stock	09/10/2012		S ⁽⁹⁾		5,582 D \$ 47	4,500 ⁽⁴⁾ ⁽⁵⁾ ₍₇₎	D
Common Stock	09/10/2012		M ⁽⁹⁾		3,000 A \$ 20.37	7,500 ⁽⁴⁾ ⁽⁵⁾ ₍₇₎	D

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Common Stock 09/10/2012 S⁽⁹⁾ 3,000 D \$ 47 4,500 ⁽⁴⁾ ⁽⁵⁾ ₍₇₎ 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.

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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 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	\$ 22.73					11/16/2010 ⁽³⁾	11/16/2016	Common Stock	10,000
Option to purchase Common Stock	\$ 37.66					10/06/2012 ⁽⁶⁾	10/06/2018	Common Stock	10,000
Option to Purchase Common Stock	\$ 44.6					06/04/2013 ⁽⁸⁾	06/04/2019	Common Stock	10,000
Option to Purchase Common Stock	\$ 31.91	09/07/2012		M ⁽⁹⁾	2,418 ₍₉₎	02/12/2009 ⁽¹⁾	02/12/2015	Common Stock	10,000
Option to Purchase Common Stock	\$ 31.91	09/10/2012		M ⁽⁹⁾	5,582 ₍₉₎	02/12/2009 ⁽¹⁾	02/12/2015	Common Stock	7,582
Option to Purchase Common Stock	\$ 20.37	09/10/2012		M ⁽⁹⁾	3,000 ₍₉₎	11/11/2009 ⁽²⁾	11/11/2015	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams Thomas J 15 LAUREL CREST DRIVE BURLINGTON, CT US 06013			General Counsel and Secretary	

Signatures

Thomas J. Williams 09/11/2012

__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: 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.
- (2) 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.
- (3) Options to purchase shares of Common Stock are subject to the following vesting schedule: 1/5 vest on 11/16/2010, 1/5 vest on 11/16/2011, 1/5 vest on 11/16/2012, 1/5 vest on 11/16/2013 and 1/5 vest on 11/16/2014
500 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse on 11/16/2012. 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) 2,000 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule: 1/5 lapse on 10/06/2012, 1/5 lapse on 10/06/2013, 1/5 lapse on 10/06/2014, 1/5 lapse on 10/06/2015 and 1/5 lapse on 10/06/2016. 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
- (6) Options to purchase shares of Common Stock are subject to the following vesting schedule: 1/5 vest on 10/06/2012, 1/5 vest on 10/06/2013, 1/5 vest on 10/06/2014, 1/5 vest on 10/06/2015 and 1/5 vest on 10/06/2016. Options expire 7 years from grant date.
2,000 shares of the reported Common Stock are Restricted Shares. The Restrictions lapse in accordance with the following schedule: 1/3 lapse on 6/4/2013, 1/3 lapse on 6/4/2014 and 1/3 lapse on 6/4/2015. 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
- (7) Options to purchase shares of Common Stock are subject to the following vesting schedule: 1/5 vest on 6/4/2013, 1/5 vest on 6/4/2014, 1/5 vest on 6/4/2015, 1/5 vest on 6/4/2016 and 1/5 vest on 6/4/2017. Options expire 7 years from grant date.
Shares sold pursuant to Rule 10b5-1 Sales Plan established on March 29, 2012 covering 11,000 shares for sale at a price of at least \$47 per share subject to Rule 144 requirements and 11,000 shares for sale at a price of at least \$48 per share subject to Rule 144 requirements.
- (9) The shares will be acquired through exercise of the following options respectively: 8,000 shares from an option granted 2/12/2008 with an exercise price of \$31.91 per share; 10,000 shares from an option granted 11/11/2008 with an exercise price of \$20.37 per share; and 4,000 shares from an option granted 11/16/2009 with an exercise price of \$22.73 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.