

REGAL BELOIT CORP  
Form 4  
May 06, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
COLVIN TERRY R

(Last) (First) (Middle)

6771 WHITE OAK DRIVE

(Street)

SOUTH BELOIT, IL 61080

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
REGAL BELOIT CORP [RBC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/04/2011

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)

VP/Human Resources

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)
Common Stock				(A) Amount (D) Price	1,154 <sup>(1)</sup>	I	Retirement Savings Plan
Common Stock					5,424	D	
Common Stock	05/04/2011		A	1,500 <sup>(2)</sup>	A \$ 0 6,924	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

SEC 1474 (9-02)

number.

**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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
Stock Appreciation Rights	\$ 42.94					09/11/2008 <sup>(3)</sup>	09/11/2016	Common Stock	7,
Stock Appreciation Rights	\$ 44.12					05/01/2009 <sup>(4)</sup>	05/01/2017	Common Stock	7,
Stock Appreciation Rights	\$ 42.28					05/02/2010 <sup>(4)</sup>	05/02/2018	Common Stock	9,
Stock Appreciation Rights	\$ 42.65					05/08/2011 <sup>(4)</sup>	05/08/2019	Common Stock	15,
Stock Appreciation Rights	\$ 61.36					05/05/2012 <sup>(4)</sup>	05/05/2020	Common Stock	12,
Stock Appreciation Rights	\$ 72.29	05/04/2011		A	8,000	05/04/2013 <sup>(4)</sup>	05/04/2021	Common Stock	8,

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
COLVIN TERRY R 6771 WHITE OAK DRIVE SOUTH BELOIT, IL 61080	VP/Human Resources

## Signatures

/s/ Peter C. Underwood as Power of  
Attorney

05/06/2011

\_\_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) Balance reflects the most current data available with regard to holdings in the Regal-Beloit Coporation Retirement Savings Plan.
- (2) Restricted Stock Units (RSUs) granted to the reporting person under the 2003 Equity Incentive Plan. RSUs vest 100% on the third anniversary date of the grant. Each RSU is equal to one share of Common Stock and is payable only in stock.  
  
Granted as stock-settled Stock Appreciation Rights (SARs) under the 2003 Equity Incentive Plan. The SARs vest and become exercisable
- (3) 40% on the second anniversary of the grant date, 60% on the third anniversay, 80% on the fourth anniversary, and 100% on the fifth anniversary.  
  
Granted as stock-settled Stock Appreciation Rights (SARs) under the 2007 Equity Inventive Plan. The SARs vest and become exercisable
- (4) 40% on the scond anniversary of the grant date, 60% on the third anniversary, 80% on the fourth anniversary and 100% on the fifth anniversary.

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.