

REGAL BELOIT CORP
Form 4
May 07, 2010

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 *
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)
05/05/2010

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP/Human Resources

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 Ownership (Instr. 4)
Common Stock	05/05/2010		A	Amount 2,250 (4)	\$ 0 5,708	D	
Common Stock					927 (1)	I	Retirement Savings Plan

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

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(9-02)

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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
Stock Appreciation Rights	\$ 42.94					09/11/2008 ⁽²⁾ 09/11/2016	Common Stock
Stock Appreciation Rights	\$ 44.12					05/01/2009 ⁽³⁾ 05/01/2017	Common Stock
Stock Appreciation Rights	\$ 42.28					05/02/2010 ⁽³⁾ 05/02/2018	Common Stock
Stock Appreciation Rights	\$ 42.65					05/08/2011 ⁽³⁾ 05/08/2019	Common Stock
Stock Appreciation Rights	\$ 61.36	05/05/2010		A	12,000	05/05/2012 ⁽³⁾ 05/05/2020	Common Stock

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/ Terry R.
Colvin

05/07/2010

**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.

Granted as stock-settled Stock Appreciation Rights (SARs) under the 2003 Equity Incentive Plan. The SARs vest and become exercisable

(2) 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

(3) 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.

(4) Restricted Stock Units (RSUs) granted to the reporting person under the 2003 Equity Incentive Plan. RSUs vest 100% on May 5, 2013. Each RSU is equal to one share of Common Stock and is payable only in stock.

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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