

REGAL BELOIT CORP  
Form 8-K  
May 01, 2014

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

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

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Date of Report  
(Date of earliest event reported): April 28, 2014

Regal-Beloit Corporation  
(Exact name of registrant as specified in its charter)

|  |                                    |   |
|--|------------------------------------|---|
| Wisconsin<br>(State or other jurisdiction of<br>incorporation) | 1-7283<br>(Commission File Number) | 39-0875718<br>(IRS Employer Identification No.) |
|--|------------------------------------|---|

200 State Street, Beloit, Wisconsin 53511-6254  
(Address of principal executive offices, including Zip code)

(608) 364-8800  
(Registrant's telephone number)

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



Item 5.07 Submission of Matters to a Vote of Security Holders.

On April 28, 2014, Regal Beloit Corporation (the “Company”) held its 2014 Annual Meeting of Shareholders (the “Annual Meeting”) for the purposes of (i) electing three Class C Directors for terms expiring at the 2017 Annual Meeting of Shareholders; (ii) holding a shareholder advisory vote on the compensation of the Company’s named executive officers; and (iii) ratifying the selection of Deloitte & Touche LLP as the independent auditors for the Company for the year ending January 3, 2015.

As of the March 5, 2014 record date for the determination of the shareholders entitled to notice of, and to vote at, the Annual Meeting, 45,106,563 shares of the Company’s common stock were outstanding and eligible to vote. A total of 42,679,816 shares were voted in person or by proxy at the Annual Meeting.

The following are the final votes on the matters presented for approval at the Annual Meeting:

Election of Directors:

| Name             | For        | Against   | Abstain | Broker Non-Votes |
|------------------|------------|-----------|---------|------------------|
| Thomas J. Fisher | 40,147,031 | 986,443   | 105,493 | 1,440,849        |
| Rakesh Sachdev   | 40,011,196 | 1,119,806 | 107,965 | 1,440,849        |
| Jane L. Warner   | 40,638,224 | 497,085   | 103,658 | 1,440,849        |

Advisory vote on the compensation of the Company’s named executive officers:

| For        | Against   | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 37,697,423 | 3,376,363 | 165,181 | 1,440,849        |

Ratification of the selection of Deloitte & Touche LLP as the independent auditors for 2014:

| For        | Against | Abstain |
|------------|---------|---------|
| 41,868,686 | 689,031 | 122,099 |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

REGAL BELOIT CORPORATION

Date: May 1, 2014

By: /s/ Peter C. Underwood

Peter C. Underwood

Vice President, General Counsel and Secretary