

STOELTING CURTIS W
Form 4
December 16, 2011

FORM 4

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

OMB APPROVAL

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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 *
STOELTING CURTIS W

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
12/13/2011

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

C/O TOMY INTERNATIONAL, INC., 1111 WEST 22ND STREET, SUITE 320

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

OAK BROOK, IL 60523

(City) (State) (Zip)

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 | | 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 | (A) or (D) | | | |
| Common Stock | 12/13/2011 | | G | V | 1,200 | D | \$ 0 8,800 | I | By Trust ⁽¹⁾ |
| Common Stock | 12/13/2011 | | G | V | 1,200 | A | \$ 0 1,200 | I | By wife as custodian ⁽²⁾ |
| Common Stock | | | | | | | 5,600 | 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

SEC 1474 (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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|---|
| Non-qualified Stock Option | \$ 35.84 | | | Code V (A) (D) | | Date Exercisable 12/16/2005 ⁽³⁾ Expiration Date 12/16/2015 | Title Common Stock Amount or Number of Shares 13,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| STOELTING CURTIS W C/O TOMY INTERNATIONAL, INC. 1111 WEST 22ND STREET, SUITE 320 OAK BROOK, IL 60523 | | X | | |

Signatures

/s/ Peter C. Underwood as Power of Attorney
 Date 12/16/2011
 **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) Shares held in Curtis W. Stoelting 1994 Revocable Trust.
- (2) By wife, as custodian of the following: Cathleen C. Stoelting for Christopher C. Stoelting IL UTMA, Cathleen C. Stoelting for Chloe M. Stoelting IL UTMA, and Cathleen C. Stoelting for Cara M. Stoelting IL UTMA.
- (3) One thousand (1000) shares are immediately exercisable, and the remainder of the Grant will become exercisable in three (3) equal installments per year on the date of the Corporation's Annual Shareholders Meeting in each of the next three (3) years.

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.