Wehr Craig Form 4 November 08, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number: 3235-0287

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0.5

Estimated average burden hours per response...

Form filed by More than One Reporting

Person

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Wehr Craig Issuer Symbol Rexnord Corp [RXN] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title) 511 W. FRESHWATER WAY 11/06/2018 below) below) Group Ex., President-Zurn (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person

MILWAUKEE, WI 53204

(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)	3. 4. Securities Acquired (A) Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
Common Stock	11/06/2018		M	7,500	A	\$ 4.804	15,054	D			
Common Stock	11/06/2018		S	7,500	D	\$ 28.9928 (1)	7,554	D			

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

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SEC 1474

(9-02)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		2 3A. Deemed Execution Date, if any (Month/Day/Year)	Code	Securities		6. Date Exercisable 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
Stock Option (right to buy)	\$ 4.804	11/06/2018		M		7,500	<u>(2)</u>	07/30/2019	Common Stock	7,500
Stock Option (right to buy)	\$ 8.888						(2)	07/29/2020	Common Stock	20,813
Stock Option (right to buy)	\$ 22.03						(2)	05/11/2022	Common Stock	35,000
Stock Option (right to buy)	\$ 19						<u>(2)</u>	05/23/2023	Common Stock	45,000
Stock Option (right to buy)	\$ 29.31						<u>(2)</u>	09/03/2024	Common Stock	27,100
Stock Option (right to buy)	\$ 25.77						(2)	05/22/2025	Common Stock	30,702
Stock Option (right to buy)	\$ 19.7						05/20/2017(3)	05/20/2026	Common Stock	46,412
Stock Option (right to buy)	\$ 23.13						05/19/2018(3)	05/19/2027	Common Stock	20,062

Stock Option

(right to

buy)

\$ 28.91

05/25/2019(3) 05/25/2028

Common Stock

7,664

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wehr Craig
511 W. FRESHWATER WAY
MILWAUKEE, WI 53204
Group Ex.,
President-Zurn

Signatures

/s/ Jeffrey J. LaValle under Power of Attorney for Craig G. Wehr

11/07/2018

**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).
- This transaction was executed in multiple trades at prices ranging from \$28.96 to \$29.045. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effectuated.
- (2) Option fully vested.
- (3) The original option vests in three annual installments beginning on the date listed above.

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.

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