

Wehr Craig
 Form 4
 December 03, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 *
 Wehr Craig

(Last) (First) (Middle)
 511 W. FRESHWATER WAY
 (Street)

MILWAUKEE, WI 53204

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Rexnord Corp [RXN]

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/30/2018

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)
 Group Ex., President-Zurn

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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/30/2018		M	V	14,964 A \$ 4.804	22,518	D
Common Stock	11/30/2018		S		14,964 D \$ 28	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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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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 4.804	11/30/2018		M	14,964	<u>(1)</u>	07/30/2019	Common Stock	14,964
Stock Option (right to buy)	\$ 8.888					<u>(1)</u>	07/29/2020	Common Stock	20,811
Stock Option (right to buy)	\$ 22.03					<u>(1)</u>	05/11/2022	Common Stock	35,000
Stock Option (right to buy)	\$ 19					<u>(1)</u>	05/23/2023	Common Stock	45,000
Stock Option (right to buy)	\$ 29.31					<u>(1)</u>	09/03/2024	Common Stock	27,100
Stock Option (right to buy)	\$ 25.77					<u>(1)</u>	05/22/2025	Common Stock	30,700
Stock Option (right to buy)	\$ 19.7					05/20/2017 ⁽²⁾	05/20/2026	Common Stock	46,412
Stock Option (right to buy)	\$ 23.13					05/19/2018 ⁽²⁾	05/19/2027	Common Stock	20,062
	\$ 28.91					05/25/2019 ⁽²⁾	05/25/2028		7,664

Stock
Option
(right to
buy)

Common
Stock

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 12/03/2018

__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).

- (1) Option fully vested.
- (2) 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.