Rexnord Corp Form 4 May 24, 2016

### FORM 4

### OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or Washington, D.C. 20549

Expires: January 31, 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ADAMS TODD A.			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)			Rexnord Corp [RXN]  3. Date of Earliest Transaction	(Check all applicable)			
4701 WEST G	REENFIEL	D	(Month/Day/Year) 05/20/2016	_X_ Director 10% Owner Specify below)			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
MILWAUKEE, WI 53214				Form filed by More than One Reporting Person			

(City)	(State) (2	Zip) Table	e I - Non-D	erivative S	Securiti	ies Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	d (A) or d of (D) 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 Beneficial Ownership (Instr. 4)
Common Stock							69,200	D	
Common Stock							3,690	I	By 401(k) Plan (1)
Common Stock							1,200	I	By SEP IRA

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

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number.

## 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. Transact Code (Instr. 8)	tion S A I	5. Number of Derivative Securities Acquired (A Disposed of (Instr. 3, 4, a	) or (D)	Expiration Date		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	I	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Nun Shar
Stock Option (right to buy)	\$ 4.79							<u>(2)</u>	04/19/2017	Common Stock	16
Stock Option (right to buy)	\$ 9.609							<u>(2)</u>	06/24/2018	Common Stock	8
Stock Option (right to buy)	\$ 4.804							<u>(2)</u>	07/30/2019	Common Stock	22
Stock Option (right to buy)	\$ 4.804							<u>(2)</u>	09/11/2019	Common Stock	49
Stock Option (right to buy)	\$ 8.888							(2)	10/29/2020	Common Stock	16
Stock Option (right to buy)	\$ 18							03/29/2012(3)	03/29/2022	Common Stock	93
Stock Option (right to buy)	\$ 19.7	05/20/2016		A		1,092,044		05/20/2017(4)	05/20/2026	Common Stock	1,0

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

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ADAMS TODD A.

4701 WEST GREENFIELD AVENUE X President & CEO
MILWAUKEE, WI 53214

#### **Signatures**

/s/ Jeffrey J. LaValle under Power of Attorney for Todd A. Adams

05/24/2016

\*\*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) Based on information from the trustee of the 401(k) Plan.
- (2) Option fully vested.
- (3) One half of the original option vested three years from the date listed above and the other half vests five years from the date listed above.
- (4) 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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