

REGAL BELOIT CORP  
Form FWP  
May 19, 2009

Filed pursuant to Rule 433

Registration No. 333-155303

May 18, 2009

**REGAL BELOIT CORPORATION**

**Final Term Sheet**

In the event of an inconsistency between this Term Sheet and the preliminary prospectus supplement dated May 18, 2009, you should rely on the information in this Term Sheet.

Issuer:	Regal Beloit Corporation
Common Stock Symbol:	RBC
Title of Securities:	Common Stock
Number of Shares Offered:	3,750,000
Price to Public:	<u>\$36.250</u>
Underwriting Discount and Commissions Per Share:	<u>\$1.269</u>
Estimated Net Proceeds to the Company (after Underwriting Discounts and Commissions and Offering Expenses):	<u>\$130.9 million</u>
Trade Date:	May 19, 2009
Closing Date:	May 22, 2009
Common Stock Outstanding after the Offering*:	35,253,031
Over-allotment Option:	562,500
Underwriter:	Robert W. Baird & Co. Incorporated

\* Based on the number of shares of Common Stock outstanding as of May 1, 2009 (excluding over-allotment shares).

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free 1-800-792-2413.**