



Exchange Act. o

---

---

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On June 11, 2018, in view of the planned divestiture of the VAG operations of Rexnord Corporation (the “Company”), the Company and Matthew J. Stillings, Group Executive, President - Water Management Platform, mutually agreed that Mr. Stillings would end his employment effective June 30, 2018. Following Mr. Stillings’ departure from the Company, and in accordance with the Company’s Executive Severance Plan, he will receive a separation payment equal to \$453,200, his current base salary, payable in installments over a 12-month period and certain other benefits. The Executive Severance Plan is described in the Company’s Definitive Proxy Statement for its fiscal 2019 Annual Meeting of Stockholders, which was filed with the Securities and Exchange Commission on June 11, 2018. The Company also entered into an Agreement and General Release with Mr. Stillings, which, among other things, provides for a release of any claims. The Agreement and General Release is filed as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No.	Description
10.1	<u>Agreement and General Release, last signed on June 11, 2018, by Matthew J. Stillings and Rexnord Corporation</u>

---

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, Rexnord Corporation has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized this 15th day of June, 2018.

REXNORD CORPORATION

By: /S/ Patricia M. Whaley

Name: Patricia M. Whaley

Title: Vice President, General Counsel and Secretary