

HARTNETT MICHAEL J
Form 4
October 26, 2010

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 *
HARTNETT MICHAEL J

2. Issuer Name and Ticker or Trading Symbol
ATC Technology CORP [ATAC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O RBC BEARINGS, INC., 102
WILLENBROCK ROAD

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

10/22/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

OXFORD, CT 06478

(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)	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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	10/22/2010		D(1)	41,000 D \$ 25 0		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)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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
Option to purchase common stock	\$ 22.9	10/22/2010		D ⁽²⁾		25,000		05/08/2005	05/08/2012	Common Stock	25,000
Option to purchase common stock	\$ 9.63	10/22/2010		D ⁽²⁾		50,000		02/19/2006	02/19/2013	Common Stock	50,000
Option to purchase common stock	\$ 14.9	10/22/2010		D ⁽²⁾		10,000		05/12/2006	05/12/2014	Common Stock	10,000
Option to purchase common stock	\$ 15.85	10/22/2010		D ⁽²⁾		7,500		12/02/2005	06/02/2015	Common Stock	7,500
Option to purchase common stock	\$ 24.69	10/22/2010		D ⁽²⁾		4,500		06/01/2009	06/01/2016	Common Stock	4,500
Option to purchase common stock	\$ 22.59	10/22/2010		D ⁽²⁾		6,000		06/04/2009 ⁽³⁾	06/04/2018	Common Stock	6,000
Option to purchase common stock	\$ 15.01	10/22/2010		D ⁽²⁾		6,000		06/03/2010 ⁽⁴⁾	06/03/2019	Common Stock	6,000
Option to purchase common stock	\$ 17.22	10/22/2010		D ⁽²⁾		7,000		06/10/2011 ⁽⁵⁾	06/10/2020	Common Stock	7,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARTNETT MICHAEL J C/O RBC BEARINGS, INC, 102 WILLENBROCK ROAD OXFORD, CT 06478	X			

Signatures

/s/ Michael J.
Hartnett 10/26/2010

**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) Disposed of pursuant to Agreement and Plan of Merger dated as of July 18, 2010, as amended, by and among the Issuer, Transformers Merger Sub, Inc. and GENCO Distribution System, Inc.
Cancelled pursuant to Agreement and Plan of Merger dated as of July 18, 2010, as amended, by and among the Issuer, Transformers Merger Sub, Inc. and GENCO Distribution System, Inc. in exchange for an amount in cash per share equal to the excess of \$25.00 over the exercise price per share of the options.
 - (2) These options, which provided for vesting annually in 1/3 increments beginning on 6/4/2009, were accelerated upon the closing of the merger between the Issuer and GENCO Distribution System, Inc.
 - (3) These options, which provided for vesting annually in 1/3 increments beginning on 6/3/2010, were accelerated upon the closing of the merger between the Issuer and GENCO Distribution System, Inc.
 - (4) These options, which provided for vesting annually in 1/3 increments beginning on 6/10/2011, were accelerated upon the closing of the merger between the Issuer and GENCO Distribution System, Inc.
 - (5)

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.