

REGAL BELOIT CORP  
Form 8-K/A  
July 29, 2005

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

---

FORM 8-K/A  
(Amendment No. 1)

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

---

Date of Report  
(Date of earliest  
event reported): February 10, 2005

Regal-Beloit Corporation

---

(Exact name of registrant as specified in its charter)

Wisconsin  
(State or other  
jurisdiction of  
incorporation)

1-7283  
(Commission File  
Number)

39-0875718  
(IRS Employer  
Identification No.)

200 State Street, Beloit, Wisconsin 53511-6254

(Address of principal executive offices, including Zip code)

(608) 364-8800

(Registrant's telephone number)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

---

Explanatory Note

This Amendment No. 1 on Form 8-K/A amends the Current Report on Form 8-K of REGAL-BELOIT Corporation (the Company), dated February 10, 2005 (the Current Report), solely to correct the inadvertent furnishing of the Company's fourth quarter financial results for the reporting period ended December 31, 2004 under Item 7.01 rather than under Item 2.02. Accordingly, the Company hereby amends the Current Report to read in its entirety as follows:

Item 2.02 Results of Operations and Financial Condition.

On February 10, 2005, REGAL-BELOIT CORPORATION (the Company) issued a press release disclosing, among other things, the Company's fourth quarter financial results for the reporting period ended December 31, 2004. A copy of the Company's press release is attached as Exhibit 99 to this Current Report on Form 8-K (this Current Report).

The Company intends that certain matters disclosed in this Current Report (including the exhibit hereto) are forward-looking statements intended to qualify for the safe harbor from liability established by the Private Securities Litigation Reform Act of 1995. All statements, other than statements of historical fact, are forward-looking statements. These forward-looking statements are not guarantees of future performance and are subject to certain risks, uncertainties, assumptions and other factors, some of which are beyond the Company's control that could cause actual results to differ materially from those anticipated as of February 10, 2005. Factors that could cause such a variance include, but are not limited to, cyclical downturns affecting the markets for capital goods, substantial increases in interest rates which impact the cost of the Company's outstanding debt, the success of the Company's management in increasing sales and maintaining or improving the operating margins of its business, the availability of or material increases in the costs of select raw materials or parts, actions taken by competitors, and the Company's ability to satisfy various covenant requirements under its credit facility. Shareholders, potential investors, and other readers are urged to consider these factors in evaluating the forward-looking statements and are cautioned not to place undue reliance on such forward-looking statements. The forward-looking statements included in this Current Report (including the exhibit hereto) are made only as of February 10, 2005, and the Company undertakes no obligation to update publicly such forward-looking statements to reflect subsequent events or circumstances.

Item 9.01 Financial Statements and Exhibits.

- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits. The following exhibit is being furnished herewith:
  - (99) Press Release of REGAL-BELOIT Corporation dated February 10, 2005.

-2-

---

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

REGAL-BELOIT CORPORATION

Date: July 29, 2005

By: /s/David A. Barta  
David A. Barta  
Vice President and Chief Financial Officer

-3-

---

REGAL-BELOIT CORPORATION

Exhibit Index to Current Report on Form 8-K

Exhibit  
Number

(99) Press Release of REGAL-BELOIT Corporation dated February 10, 2005.\*

---

\* Previously furnished with REGAL-BELOIT Corporation's Current Report on Form 8-K dated February 10, 2005.

-4-