

GREENBRIER COMPANIES INC
Form DEFA14A
December 20, 2017

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

SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

The Greenbrier Companies, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

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Lake Oswego, Oregon 97035

**SUPPLEMENT TO NOTICE OF ANNUAL MEETING OF SHAREHOLDERS AND
DEFINITIVE PROXY STATEMENT FOR THE ANNUAL MEETING OF SHAREHOLDERS
TO BE HELD ON JANUARY 5, 2018**

On December 19, 2017, Charles J. Swindells, a member of the Board of Directors of The Greenbrier Companies, Inc. (the Company) since 2005, resigned from his position as a member of the Nominating and Corporate Governance Committee of the Board of Directors of the Company (the Nominating Committee), effective immediately.

Mr. Swindells will continue to serve as a member of the Board of Directors of the Company.

The Board of Directors has not changed its recommendation that the shareholders vote FOR all of the director-nominees, including Mr. Swindells. Biographical information about Mr. Swindells may be found on page 13 of the definitive Proxy Statement (the Proxy Statement) filed by the Company with the Securities and Exchange Commission (SEC) on November 14, 2017.

Important Information

The Company filed the Proxy Statement with the SEC and furnished to our shareholders primarily via the Internet that Proxy Statement in connection with the solicitation of proxies for the 2018 Annual Meeting of Shareholders. Shareholders are urged to read the Proxy Statement, as supplemented by this supplement, because it contains important information.