

GLOBAL BRASS & COPPER HOLDINGS, INC.

Form 8-K

May 03, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)

of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 3, 2018

GLOBAL BRASS AND COPPER HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware 001-35938 06-1826563
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification Number)
475 N. Martingale Road Suite 1050 60173
Schaumburg, IL
(Address of principal executive offices) (Zip Code)
(847) 240-4700
(Registrant's telephone number, including area code)
N/A
(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company “

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. “

Section 2 – Financial Information

Item 2.02 Results of Operations and Financial Condition.

On May 3, 2018, Global Brass and Copper Holdings, Inc. (the “Company”) issued a press release reporting financial results for the first quarter of 2018 and affirming its guidance for the full year of 2018. A copy of the press release is attached hereto as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

The information contained in this Item 2.02, including Exhibit 99.1, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Section 8 – Other Events

Item 8.01 Other Events.

On May 3, 2018, The Board of Directors of Global Brass and Copper Holdings, Inc. (the “Company”) declared a quarterly cash dividend of \$0.06 per share on the Company's common stock for the first quarter of 2018. The dividend will be paid on May 25, 2018 to stockholders of record on the close of business on May 15, 2018.

Section 9 – Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

| Exhibit Number | Exhibit Description |
|-------------------|---------------------|
|-------------------|---------------------|

| | |
|-------------|---|
| <u>99.1</u> | Press release issued May 3, 2018, announcing financial results, furnished herewith. |
|-------------|---|

EXHIBIT INDEX

| Exhibit Number | Exhibit Description |
|-------------------|---------------------|
|-------------------|---------------------|

| | |
|-------------|---|
| <u>99.1</u> | Press release issued May 3, 2018, announcing financial results, furnished herewith. |
|-------------|---|

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 thereunto duly authorized.

GLOBAL BRASS AND
COPPER HOLDINGS, INC

By: /s/ Christopher J. Kodosky
Christopher J. Kodosky
Chief Financial Officer

Date: May 3, 2018