

GLOBAL BRASS & COPPER HOLDINGS, INC.

Form 8-K

November 12, 2013

**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): November 12, 2013**

**GLOBAL BRASS AND COPPER HOLDINGS, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction of**  
**incorporation)**

**475 N. Martingale Road Suite 1050**

**001-35938**  
**(Commission File Number)**

**06-1826563**  
**(IRS Employer Identification**  
**Number)**

**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))

## **Section 7 Regulation FD**

### **Item 7.01 Regulation FD Disclosure**

On November 12, 2013, Global Brass and Copper Holdings, Inc. (the Company ) held an earnings conference call to report its earnings for the quarter ended September 30, 2013 and provide certain financial outlook information for full year 2013. It has come to the Company's attention that during the course of that conference call, the Company provided incorrect outlook information with respect to its estimated shipment volume for full year 2013, and the purpose of this Current Report on Form 8-K is to correct that information.

The Company expects shipment volume to range from 520-530 million pounds for full year 2013. The Company's outlook with respect to Adjusted Sales and Consolidated Adjusted EBITDA for full year 2013 remains unchanged from the ranges disclosed on the earnings conference call.

The information contained in this Item 7.01 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.

### **Non-GAAP Financial Information**

The Company uses certain non-GAAP financial measures, such as Adjusted Sales and Consolidated Adjusted EBITDA, among others. Additional information regarding these non-GAAP financial measures is provided in the Company's earnings release for the fiscal quarter ended September 30, 2013 that was furnished to the Securities and Exchange Commission in a Current Report on Form 8-K on November 12, 2013 and posted to the Company's website. The Company believes these non-GAAP measures provide useful information for evaluating its business performance. Such information should be considered as supplemental in nature and should not be considered in isolation or as a substitute for the related financial information prepared in accordance with GAAP. In addition, these non-GAAP financial measures may not be the same as similarly entitled measures reported by other companies.

**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.**

Date: November 12, 2013

By: /s/ Robert T. Micchelli  
Name: Robert T. Micchelli  
Title: Chief Financial Officer