

Bense Kevin W
 Form 4
 September 07, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
 Bense Kevin W

2. Issuer Name and Ticker or Trading Symbol
 GLOBAL BRASS & COPPER HOLDINGS, INC. [BRSS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 475 N. MARTINGALE ROAD, SUITE 1050
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 09/04/2018

___ Director ___ 10% Owner
 ___X___ Officer (give title below) ___ Other (specify below)
 President - A.J. Oster, LLC

SCHAUMBURG, IL 60173

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___X___ Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

(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)		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)
				Code	V Amount (A) or (D) Price			
Common Stock, par value \$0.01 per share	09/04/2018 ⁽¹⁾		M		11,453 ⁽²⁾	A \$ 16.06 53,648	D	
Common Stock, par value \$0.01 per share	09/04/2018		M		14,983 ⁽²⁾	A \$ 13.73 68,631	D	
	09/04/2018		M			A \$ 26.97 76,627	D	

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Common Stock, par value \$0.01 per share										7,996 <u>(2)</u>					
Common Stock, par value \$0.01 per share	09/04/2018		M			A	\$ 33.9	79,321		2,694 <u>(2)</u>					D
Common Stock, par value \$0.01 per share	09/04/2018		S			D	\$ 37.7909	47,900		31,421 <u>(3)</u>					D
Common Stock, par value \$0.01 per share	09/05/2018		S			D	\$ 37.3509	42,195		5,705 <u>(4)</u>					D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

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)	8	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 16.06	09/04/2018		M	11,453	<u>(5)</u>	04/03/2024	Common Stock, par value \$0.01 per share	11,453
Stock Option	\$ 13.73	09/04/2018		M	14,983	<u>(6)</u>	02/12/2025	Commn Stock, par	14,983

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These options were granted on February 9, 2017 and are scheduled to vest in three equal installments on the first three anniversaries of the grant date. The first tranche has vested.

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.