

MRC GLOBAL INC.
Form 8-K
October 31, 2017

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): October 31, 2017

MRC GLOBAL INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

001-35479
(Commission

File Number)

Fulbright Tower, 1301 McKinney Street, Suite 2300

20-5956993
(I.R.S. Employer

Identification Number)

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Houston, TX 77010

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (877) 294-7574

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 (see General Instruction A.2. below):

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 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.

Item 5.02 Departure of Directors of Principal Officers; Election of Directors; Appointment of Principal Officers

After an extensive search process, the Board elected Deborah G. Adams as a director. The Company issued a press release on October 31, 2017 to announce that the Board elected Ms. Adams to the Board, effective immediately for an initial term expiring at the Company's annual meeting of stockholders in 2018. Ms. Adams, age 56, previously served on the Executive Leadership Team as the Senior Vice President of HSE, Projects and Procurement of Phillips 66. Ms. Adams spent over 30 years in various management and operational positions within the Phillips 66 organization as well as its predecessor companies. She will serve on the Audit and Compensation Committees of the Board.

Ms. Adams will receive the same compensation as other non-employee Company directors as described in the MRC Global 2017 Proxy Statement under "Non-Employee Director Compensation".

There is no arrangement or understanding between Ms. Adams and any other persons pursuant to which she was selected as a director. Ms. Adams has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K. Ms. Adams and the Company have entered into the Company's standard director indemnification agreement, whereby the Company agrees to indemnify, defend and hold its directors harmless from and against losses and expenses incurred as a result of their Board service, subject to the terms and conditions provided in the agreement.

Item 9.01 Financial Statements and Exhibits.

(d) *Exhibits.*

99.1 Press release dated October 31, 2017

INDEX TO EXHIBITS

Exhibit

No.	Description
99.1	<u>Press release dated October 31, 2017</u>

3

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.

Date: October 31, 2017

MRC GLOBAL INC.

By: /s/ James E. Braun
James E. Braun
Executive Vice President and Chief
Financial Officer