

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): September 10, 2019

GATX Corporation

(Exact Name of Registrant as Specified in its Charter)

New York
(State or Other Jurisdiction
of Incorporation)

1-2328
(Commission
File Number)

36-1124040
(IRS Employer
Identification No.)

**233 South Wacker Drive
Chicago, Illinois 60606-7147**
(Address of Principal Executive Offices)
(Zip Code)

Registrant's telephone number, including area code: (312) 621-6200

Not Applicable
(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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of Each Class</u>	<u>Ticker Symbol(s)</u>	<u>Name of Each Exchange on Which Registered</u>
Common Stock	GATX	New York Stock Exchange Chicago Stock Exchange
5.625% Senior Notes due 2066	GMTA	New York Stock Exchange

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 or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 10, 2019, William M. Muckian announced his plans to retire as Senior Vice President, Controller and Chief Accounting Officer of GATX Corporation (the “Company” or “GATX”) effective December 31, 2019. He will be succeeded by Jennifer M. McManus, currently Senior Director, Investor Relations and Accounting Research, Policy & Planning.

Ms. McManus, age 40, will become Vice President, Controller and Chief Accounting Officer effective December 31, 2019 following Mr. Muckian’s retirement. She has served as Senior Director, Investor Relations and Accounting Research, Policy & Planning since May 2017. Previously, she served as Director, Accounting Research, Policy & Planning from June 2015 to May 2017. Prior to joining GATX, she held various positions of increasing responsibility with Hyatt Hotels Corporation, including Strategic Process Design & Implementation Senior Manager from 2012 to May 2015, and Tribune Company. Ms. McManus began her career in 2002 in audit at Deloitte & Touche LLP. She holds a Bachelor of Arts in Economics and a Masters of Accounting from the University of Michigan and an M.B.A. from the University of Chicago, Booth School of Business.

A copy of the press release announcing Mr. Muckian’s retirement and Ms. McManus’s election is included as an exhibit to this report.

Forward-Looking Statements

Statements in this report not based on historical facts are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995 and, accordingly, involve known and unknown risks and uncertainties that are difficult to predict and could cause our actual results, performance, or achievements to differ materially from those discussed. These include statements as to our future expectations, beliefs, plans, strategies, objectives, events, conditions, financial performance, prospects, or future events. In some cases, forward-looking statements can be identified by the use of words such as “may,” “could,” “expect,” “intend,” “plan,” “seek,” “anticipate,” “believe,” “estimate,” “predict,” “potential,” “outlook,” “continue,” “likely,” “will,” “would”, and similar words and phrases. Forward-looking statements are necessarily based on estimates and assumptions that, while considered reasonable by us and our management, are inherently uncertain. Accordingly, you should not place undue reliance on forward-looking statements, which speak only as of the date they are made, and are not guarantees of future performance. We do not undertake any obligation to publicly update or revise these forward-looking statements. A detailed discussion of the known material risks and uncertainties that could cause actual results and events to differ materially from such forward-looking statements is included in our Annual Report on Form 10-K for the year ended December 31, 2018, and in our other filings with the Securities and Exchange Commission (“SEC”).

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of GATX Corporation dated September 10, 2019.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 10, 2019

GATX Corporation

By: /s/ Thomas A. Ellman

Thomas A. Ellman
Executive Vice President and Chief Financial Officer
(Duly Authorized Officer)



NEWS RELEASE

FOR RELEASE: IMMEDIATE**GATX CORPORATION ANNOUNCES MANAGEMENT CHANGES**

CHICAGO, IL, September 10, 2019 – GATX Corporation (NYSE:GATX) today announced that William M. Muckian has elected to retire as Senior Vice President, Controller and Chief Accounting Officer of GATX effective December 31, 2019. Jennifer M. McManus, currently Senior Director, Investor Relations and Accounting Research, Policy & Planning, will be appointed as Vice President, Controller and Chief Accounting Officer following Mr. Muckian's retirement.

Brian A. Kenney, chairman and chief executive officer of GATX, stated, "We would like to thank Bill for his invaluable contributions to GATX over the last 29 years. During Bill's time at GATX, the company transformed from a conglomerate with several unrelated businesses to a focused global leader in railcar leasing. Bill seamlessly managed GATX's accounting and reporting throughout this transformation while navigating an increasingly complex set of accounting rules and regulations. We wish Bill the best in his retirement."

On the promotion of Ms. McManus, Mr. Kenney stated, "Jennifer is well-suited to assume the role of Chief Accounting Officer at GATX. In recent years, she led our Investor Relations function and Accounting Research team. Her strong technical skills and experience in explaining GATX to the market position her for success in this new role."

Ms. McManus joined GATX in 2015 as Director, Accounting Research, Policy & Planning and in May 2017, assumed the additional role of Senior Director, Investor Relations. Prior to joining GATX, she held various positions of increasing responsibility with Hyatt Hotels Corporation and Tribune Company. Ms. McManus began her career in 2002 in audit at Deloitte & Touche LLP. She holds a Bachelor of Arts in Economics and a Masters of Accounting from the University of Michigan and an M.B.A. from the University of Chicago, Booth School of Business.

COMPANY DESCRIPTION

GATX Corporation (NYSE:GATX) strives to be recognized as the finest railcar leasing company in the world by our customers, our shareholders, our employees and the communities where we operate. As the leading global railcar lessor, GATX has been providing quality railcars and services to its customers for over 120 years. GATX has been headquartered in Chicago, Illinois, since its founding in 1898. For more information, please visit the Company's website at www.gatx.com.

FOR FURTHER INFORMATION CONTACT:

GATX Corporation
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jennifer.mcmanus@gatx.com

Investor, corporate, financial, historical financial, and news release information may be found at www.gatx.com.

(9/10/2019)