

BRAZILIAN DISTRIBUTION CO COMPANHIA BRASILEIRA DE DISTR CBD

Form 6-K

September 28, 2018

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934

For the month of September, 2018

Brazilian Distribution Company

(Translation of Registrant's Name Into English)

Av. Brigadeiro Luiz Antonio,
3142 São Paulo, SP 01402-901

Brazil

(Address of Principal Executive Offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F)

Form 20-F ☒ Form 40-F ☐

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b) (1)):

Yes ☐ No ☒

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b) (7)):

Yes ☐ No ☒

(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes ☐ No ☒

COMPANHIA BRASILEIRA DE DISTRIBUIÇÃO

Publicly held Company and Authorized Company

CNPJ/MF No. 47.508.411/0001 56

Notice to the Shareholders

We hereby inform Messrs. shareholders of Companhia Brasileira de Distribuição (“Company”) that the Company’s Board of Directors resolved, on this date, to approve, *ad referendum* of the Annual and General Shareholders’ Meeting to be held in 2019, the payment of interest on equity (*juros sobre o capital próprio*) referred to the period between April 1, 2018 and June 30, 2018, in the gross amount of R\$ 115,000,000.00 (one hundred and fifteen million *reais*). This amount corresponds to R\$ 0.405994209 per each common share and R\$ 0.446593630 per each preferred share, deducted the amount related to withhold taxes (“IRRF” – “*Imposto de Renda Retido na Fonte*”), pursuant to the Law in force, with the exception of the shareholders that are immune and/or exempt, and will be attributed to the minimum mandatory dividend of the fiscal year of 2018.

The shareholders duly immune or exempt from IRRF shall submit to the Company the documents evidencing their exception until October 3, 2018, to the attention of the Investors Relation Officer at the address of the Company’s head office (Av. Brigadeiro Luís Antônio, 3142, Jardim Paulista – Zip Code 01402-901, São Paulo/SP).

The mentioned payment to the shares traded on B3 S.A. - Brasil, Bolsa, Balcão, as well as other shares registered with Itaú Corretora de Valores S.A., shall occur on November 27, 2018, according to the base date of October 2, 2018 (including such date). The shares issued by the Company shall be traded ex-interest as from October 3, 2018.

Regarding the American Depositary Receipts representing the Company's preferred shares (“ADR”) traded on the New York Stock Exchange - NYSE, the owners of ADRs will be entitled to the JCP on the base date of October 5, 2018 (including such date). The payment to the ADR owners shall be done by JPMorgan Chase Bank, N.A., the depositary bank of the ADRs.

São Paulo, September 27, 2018.

Daniela Sabbag

Investor Relations Officer

SIGNATURES

Pursuant to the requirement 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.

COMPANHIA BRASILEIRA DE DISTRIBUIÇÃO

Date: September 27, 2018

By: /s/ Peter Estermann

Name: Peter Estermann

Title: Chief Executive Officer

By: /s/ Daniela Sabbag

Name: Daniela Sabbag

Title: Investor Relations Officer

FORWARD-LOOKING STATEMENTS

This press release may contain forward-looking statements. These statements are statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.
