GAIN Capital Holdings, Inc.
Form 8-K
January 21, 2011

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# UNITED STATES <br> SECURITIES AND EXCHANGE COMMISSION <br> Washington D.C. 20549 <br> FORM 8-K <br> CURRENT REPORT <br> PURSUANT TO SECTION 13 OR 15(d) <br> OF THE SECURITIES EXCHANGE ACT OF 1934 <br> Date of Report (Date of Earliest Event Reported): January 19, 2011 <br> GAIN CAPITAL HOLDINGS, INC. 

(Exact name of registrant as specified in its charter)

| Delaware | 001-35008 |
| :---: | :---: |
| (State of Incorporation) | $20-4568600$ |
| (Commission File No.) |  |
| Bedminster One |  |
| 135 Route 202/206 |  |$\quad$ (IRS Employer ID No.)

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## Item 8.01. Other Events.

On January 19, 2011, GAIN Capital Holdings, Inc. (the Company ) announced the exercise of a portion of the underwriters overallotment option to purchase shares of the Company s common stock, in an amount equal to an aggregate of 80,000 shares.

The 30-day option was granted by certain of the selling stockholders in connection with the Company s initial public offering of shares of its common stock, which closed on December 20, 2010. The sale of the additional shares by the selling stockholders upon the exercise of the over-allotment option closed on January 19, 2011.

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## 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.

GAIN CAPITAL HOLDINGS, INC.
Dated: January 20, 2011
By: /s/ Henry Lyons
Name: Henry Lyons
Title: Chief Financial Officer and Treasurer

