

GAIN Capital Holdings, Inc.
Form 8-K
October 06, 2015

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

September 30, 2015

Date of Report (Date of earliest event reported)

GAIN CAPITAL HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware (State of Incorporation)	001-35008 (Commission File No.)	20-4568600 (IRS Employer Identification No.)
Bedminster One 135 Route 202/206 Bedminster, New Jersey 07921 (Address of Principal Executive Offices)		
(908) 731-0700 (Registrant's Telephone Number, Including Area Code)		

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))
 -
-

Item 5.08. Shareholder Director Nominations.

To the extent applicable, the information in Item 8.01 of this form 8-K is incorporated by reference into this Item 5.08.

Item 8.01. Other Events.

The Board of Directors of GAIN Capital Holdings, Inc. (the "Company") has established November 30, 2015 as the date of the Company's 2015 Annual Meeting of Shareholders (the "2015 Annual Meeting"). Because the date of the 2015 Annual Meeting has been changed by more than 30 days from the anniversary of the 2014 Annual Meeting of Shareholders, a different deadline applies for submission of proposals by shareholders intended to be included in the Company's 2015 proxy statement and form of proxy.

Shareholders of the Company who wish to have a proposal considered for inclusion in the Company's proxy materials for the 2015 Annual Meeting pursuant to Rule 14a-8 under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), must ensure that such proposal is received by the Company's Secretary, Diego A. Rotsztain, at Bedminster One, 135 US Hwy. 202/206, Bedminster, NJ 07921 on or before the close of business on October 12, 2015, which the Company has determined to be a reasonable time before it expects to begin to print and send its proxy materials. Any such proposal must also meet the requirements set forth in the rules and regulations of the SEC in order to be eligible for inclusion in the proxy materials for the 2015 Annual Meeting. The October 12, 2015 deadline will also apply in determining whether notice of a shareholder proposal is timely for purposes of exercising discretionary voting authority with respect to proxies under Rule 14a-4(c) of the Exchange Act.

In addition, in accordance with the requirements contained in the Company's bylaws, shareholders who wish to bring business before the 2015 Annual Meeting outside of Rule 14a-8 of the Exchange Act or to nominate a person for election as a director must ensure that written notice of such proposal (including all of the information specified in the Company's bylaws) is received by the Company's Secretary, Diego A. Rotsztain, at the address specified above no later than the close of business on October 16, 2015. Any such proposal must meet the requirements set forth in the Company's bylaws in order to be brought before the 2015 Annual Meeting.

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.

Dated: October 6, 2015

GAIN CAPITAL HOLDINGS, INC

By: /s/ Diego A. Rotsztain

Name: Diego A. Rotsztain

Title: General Counsel