

GREENHILL & CO INC  
Form 8-K  
May 02, 2006  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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): May 1, 2006

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GREENHILL & CO., INC.

(Exact name of registrant as specified in its charter)

Commission file number 001-32147

Delaware  
(State or other jurisdiction of  
incorporation or organization)  
300 Park Avenue, 23<sup>rd</sup> floor  
New York, New York 10022  
(Address of principal executive offices)

51-0500737  
(I.R.S. Employer  
Identification No.)  
  
10022  
(ZIP Code)

Registrant's telephone number, including area code: (212) 389-1500

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))

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Section 8. Other Events

Item 8.01. Other Events

On May 1, 2006, Greenhill & Co., Inc. (the "Company") issued the press release attached hereto as Exhibit 99.1 (which press release is incorporated herein by reference).

Section 9. Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits. The following exhibit is being furnished as part of this Report.

| Exhibit Number | Description   |
|----------------|---|
| 99.1           | Press Release of Greenhill & Co., Inc. dated May 1, 2006. |

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned thereunto duly authorized.

Greenhill & Co., Inc.

Date: May 1, 2006

By: /s/ John D. Liu

Name: John D. Liu

Title: Chief Financial Officer

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EXHIBIT INDEX

| Exhibit Number | Description   |
|----------------|---|
| 99.1           | Press Release of Greenhill & Co., Inc. dated May 1, 2006. |

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