

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

March 9, 2020

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))

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.00001	GCAP	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 7.01. Regulation FD Disclosure.**

On March 9, 2020, GAIN Capital Holdings, Inc., a Delaware corporation (the “Company”), issued a press release to report certain operating metrics for the Company’s business for the month ended February 29, 2020. The full text of the press release is attached to this current report on Form 8-K as Exhibit 99.1.\*

**Item 9.01. Financial Statements and Exhibits.**

<b>Exhibit No.</b>	<b>Description</b>
99.1*	Press Release of GAIN Capital Holdings, Inc., dated March 9, 2020.

\* The information furnished in Item 7.01 of this Current Report on Form 8-K and on Exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**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: March 9, 2020

GAIN CAPITAL HOLDINGS, INC.

By: /s/ Nigel Rose

Nigel Rose

Chief Financial Officer

## Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Press Release of GAIN Capital Holdings, Inc., dated March 9, 2020.</a>



## GAIN Capital Announces Monthly Metrics for February 2020

**BEDMINSTER, N.J., March 9, 2020/PRNewswire/** -- GAIN Capital Holdings, Inc. (NYSE: GCAP) (“GAIN” or “the Company”) today reported certain operating metrics for the month of February 2020.

	Feb-20	Jan-20	Feb-19	Sequential Change	Year-over-year change
<b>Retail Segment</b>					
OTC Trading Volume <sup>(1)</sup>	\$ 198.7	\$ 161.4	\$ 134.4	23.1%	47.8 %
OTC Average Daily Volume	\$ 9.9	\$ 7.3	\$ 6.7	35.6%	47.8 %
12 Month Trailing Active OTC Accounts <sup>(2)</sup>	125,943	123,427	121,787	2.0%	3.4 %
3 Month Trailing Active OTC Accounts <sup>(2)</sup>	77,076	72,986	70,071	5.6%	10.0 %
<b>Futures Segment</b>					
Number of Futures Contracts	692,903	648,101	542,556	6.9%	27.7 %
Futures Average Daily Contracts	36,469	30,862	28,556	18.2%	27.7 %
12 Month Trailing Active Futures Accounts <sup>(2)</sup>	7,093	7,064	7,437	0.4%	(4.6)%

All volume figures reported in billions.

<sup>1</sup> US dollar equivalent of notional amounts traded.

<sup>2</sup> Accounts that executed a transaction during the relevant period.

Historical metrics and financial information can be found on the Company's investor relations website <http://ir.gaincapital.com>.

This operating data is preliminary and subject to revision and should not be taken as an indication of GAIN's financial performance. GAIN undertakes no obligation to publicly update or review previously reported operating data.

## **About GAIN**

GAIN Capital Holdings, Inc. provides innovative trading technology and execution services to retail and institutional investors worldwide, with multiple access points to OTC markets and global exchanges across a wide range of asset classes, including foreign exchange, commodities, and global equities. GAIN Capital is headquartered in Bedminster, New Jersey, with a global presence across North America, Europe and the Asia Pacific regions. For further company information, visit [www.gaincapital.com](http://www.gaincapital.com).

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