

DIRECT MARKETS HOLDINGS CORP.

Form 8-K

September 19, 2012

---

---

**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**

Date of Report (Date of earliest event reported): September 18, 2012

**DIRECT MARKETS HOLDINGS CORP.**

---

(Exact name of Registrant as specified in its charter)

Delaware

(State or other jurisdiction  
of incorporation)

001-33737

(Commission  
File Number)

84-1374481

(IRS Employer  
Identification No.)

1251 Avenue of the Americas, New York, New York

(Address Of Principal Executive Office)

Registrant's telephone number, including area code (212) 356-0500

10020

(Zip Code)

---

(Former Name or Former Address, if Changed Since Last Report)

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))
-



**Item 8.01. Other Events.**

On September 18, 2012, the Registrant issued a press release announcing that it has notified The NASDAQ Stock Market, Inc. of its determination to file a Form 25 with the U.S. Securities and Exchange Commission to effect a voluntary delisting of its common stock from the NASDAQ Global Market. A copy of the press release is attached hereto as Exhibit 99.1.

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

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release dated September 18, 2012.

\* \* \* \* \*

**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.

Direct Markets Holdings Corp.

By: /s/ Edward Rubin

Edward Rubin  
Chief Executive Officer

Dated: September 19, 2012