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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**Form 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): 3/14/2012

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**INTL FCStone Inc.**

(Exact name of registrant as specified in its charter)

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Delaware

(State of Incorporation)

000-23554

(Commission File Number)

59-2921318

(IRS Employer ID No.)

708 Third Avenue, Suite 1500, New York, NY 10017

(Address of principal executive offices, including Zip Code)

(212) 485-3500

(Registrant's telephone number, including area code)

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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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**Item 7.01. Regulation FD Disclosure**

On March 14, 2012, INTL FCStone Inc. (the "Company") announced that it had been informed that the Staff of the Securities and Exchange Commission has closed its investigation of the Company's subsidiary, FCStone Group, Inc. ("FCStone"), and is not taking enforcement action against FCStone or any of its current or former officers.

A copy of the related press release issued on March 14, 2012 is filed herewith as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

Exhibit 99.1 Press release dated March 14, 2012.

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**Signature**

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.

**March 14, 2012**

(Date)

**INTL FCStone Inc.**

(Registrant)

**/s/ Brian T. Sephton**

Brian T. Sephton  
Chief Legal & Governance Officer

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**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>
Exhibit 99.1	Press release dated March 14, 2012.



## INTL FCStone Inc. Announces Closure of SEC Investigation, No Enforcement Action

**NEW YORK – March 14, 2012** – INTL FCStone Inc. (Nasdaq: INTL) ("the Company") announced today that it has been informed that the Staff of the Securities and Exchange Commission ("the SEC") has closed its investigation of the Company's subsidiary, FCStone Group, Inc. ("FCStone"), and is not taking enforcement action against FCStone or any of its current or former officers. As originally disclosed by the Company in its March 31, 2011 10-Q filing, the SEC had been investigating FCStone's public disclosures and accounting for losses it expected to incur arising from a single customer energy trading account in 2008-2009, prior to the Company's acquisition of FCStone on September 30, 2009.

INTL FCStone's Chief Executive Officer, Sean O'Connor, commented, "INTL FCStone cooperated fully with the SEC during the course of the SEC's investigation, and we are gratified that this matter has been concluded."

### About INTL FCStone Inc.

INTL FCStone Inc. provides execution and advisory services in commodities, currencies and international securities. INTL FCStone's businesses, which include the commodities advisory and transaction execution firm FCStone Group, serve more than 20,000 commercial customers through a network of offices around the world. Further information on INTL FCStone is available at [www.intlfcstone.com](http://www.intlfcstone.com).

### Forward Looking Statements

This press release includes forward-looking statements including statements regarding the combined company. All statements other than statements of current or historical fact contained in this press release are forward-looking statements. The words "believe," "expect," "anticipate," "should," "plan," "will," "may," "could," "intend," "estimate," "predict," "potential," "continue" or the negative of these terms and similar expressions, as they relate to INTL FCStone Inc., are intended to identify forward-looking statements.

These forward-looking statements are largely based on current expectations and projections about future events and financial trends that may affect the financial condition, results of operations, business strategy and financial needs of the company. They can be affected by inaccurate assumptions, including the risks, uncertainties and assumptions described in the filings made by INTL FCStone Inc. with the Securities and Exchange Commission. In light of these risks, uncertainties and assumptions, the forward-looking statements in this press release may not occur and actual results could differ materially from those anticipated or implied in the forward-looking statements. When you consider these forward-looking statements, you should keep in mind these risk factors and other cautionary statements in this press release.

These forward-looking statements speak only as of the date of this press release. INTL FCStone Inc. undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Accordingly, readers are cautioned not to place undue reliance on these forward-looking statements.

### Contact

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