

---

---

**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): July 11, 2013

---

**INTL FCStone Inc.**

(Exact name of registrant as specified in its charter)

---

**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)

---

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))

---

### Explanatory Note

The Company has filed a prospectus dated as of July 11, 2013 with respect to the Company's registration statement on Form S-3 (file no. 333-186704). The prospectus contains a ratio of earnings to fixed charges for the six months ended March 31, 2013 and 2012, and years ended September 30, 2012, 2011, 2010, 2009 and 2008. The computation of the ratio of earnings to fixed charges is set forth as Exhibit 12.1, as filed with this Form 8-K.

#### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following exhibits are filed herewith:

<b>Exhibit No.</b>	<b>Description of Document</b>
12.1	Statement of Computation of Ratios

---

**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.

**July 11, 2013**

(Date)

**INTL FCStone Inc.**

(Registrant)

**/s/ William J. Dunaway**

William J. Dunaway  
Chief Financial Officer

## EXHIBIT 12.1

## STATEMENT OF COMPUTATION OF RATIOS

The following table sets forth the computation of the ratio of earnings to fixed charges for the Company and its consolidated subsidiaries for the periods indicated. For the purposes of calculating the ratio of earnings to fixed charges, "earnings" consist of income from continuing operations before income taxes (excluding income or loss from equity investments) plus fixed charges. "Fixed charges" consist of interest expense incurred on all indebtedness, amortized premiums, discounts and capitalized expenses relating to indebtedness and interest within rental expense.

	Six Months Ended March 31,		Year Ended September 30,				
	2013	2012	2012	2011	2010	2009	2008
(in millions, except ratios)							
Earnings:							
Income from continuing operations before income taxes (1)	\$ 20.0	\$ 2.9	\$ 19.3	\$ 59.5	\$ 17.9	\$ 13.3	\$ 42.3
Add: Fixed charges	8.3	7.4	14.9	13.5	11.4	8.4	11.6
Income from continuing operations before income taxes and fixed charges	\$ 28.3	\$ 10.3	\$ 34.2	\$ 73.0	\$ 29.3	\$ 21.7	\$ 53.9
Fixed charges:							
Interest expense on indebtedness	\$ 6.3	\$ 5.6	\$ 11.2	\$ 10.5	\$ 9.3	\$ 8.0	\$ 11.2
Interest within rental expense (2)	2.0	1.8	3.7	3.0	2.1	0.4	0.4
Total fixed charges	\$ 8.3	\$ 7.4	\$ 14.9	\$ 13.5	\$ 11.4	\$ 8.4	\$ 11.6
Ratio of earnings to fixed charges (3)	3.4	1.4	2.3	5.4	2.6	2.6	4.6

(1) Income from continuing operations before income taxes does not include income or loss from investments accounted for under the equity method.

(2) Includes the portion of operating lease rental expense that is representative of the interest factor (deemed to be one-third of operating lease rentals).

(3) The ratio of earnings to fixed charges is computed by dividing (a) income from continuing operations before income taxes plus fixed charges by (b) fixed charges.

The Company has not provided a ratio of earnings to combined fixed charges and preferred stock dividends because the Company does not have any preferred stock outstanding.