CLST HOLDINGS, INC. Form 8-K April 07, 2009

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)

April 6, 2009

CLST Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware (State or Other Jurisdiction of Incorporation) **0-22972** (Commission File Number)

75-2479727 (I.R.S. Employer Identification No.)

17304 Preston Road, Suite 420

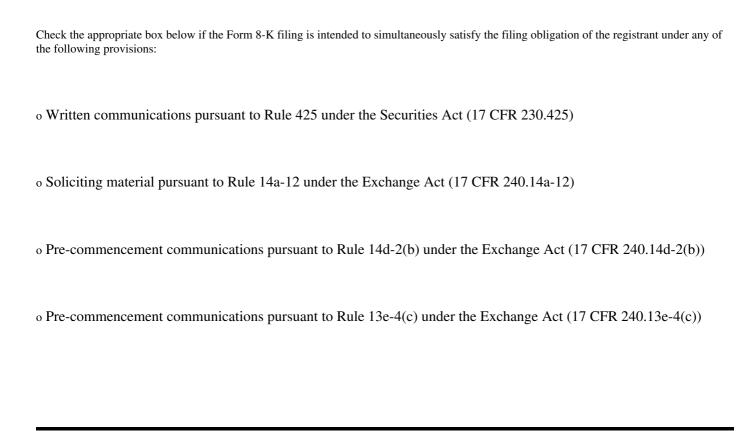
Dallas, Texas, 75252

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(Address of principal executive offices including Zip Code)

(972) 267-0500

(Registrant s telephone number, including area code)



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ITEM 7.01. Regulation FD Disclosure

On April 6, 2009, counsel to the Company sent a letter to David Sandberg and The Red Oak Fund, L.P. A copy of this letter is furnished as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

99.1 Letter dated April 6, 2009.

Note: The information contained in this report (including Exhibit 99.1) shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, 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, as amended, except as expressly set forth by specific reference in such a filing.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CLST HOLDINGS, INC.

Dated: April 7, 2009 By: /s/ ROBERT A. KAISER

Robert A. Kaiser

President, Chief Executive Officer, Chief Financial Officer, Treasurer and

Assistant Secretary

2