

GREENHILL & CO INC  
Form 8-K  
October 23, 2006

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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): October 19, 2006

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GREENHILL & CO., INC.  
(Exact name of registrant as specified in its charter)

Commission file number 001-32147

Delaware  
(State or other jurisdiction of  
incorporation or organization)

51-0500737  
(I.R.S. Employer  
Identification No.)

300 Park Avenue, 23<sup>rd</sup> floor  
New York, New York  
(Address of principal executive offices)

10022  
(ZIP Code)

Registrant's telephone number, including area code: (212) 389-1500

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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Section 2. Financial Information.

Item 2.02. Results of Operations and Financial Condition.

Attached hereto as Exhibit 99.1 and incorporated by reference is a copy of the press release, dated October 19, 2006, issued by Greenhill & Co., Inc. announcing its financial results for the fiscal quarter ended September 30, 2006.

Section 9. Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits. The following exhibit is being furnished as part of this Report.

Exhibit	Description
<del>99.1</del> Number	Press Release of Greenhill & Co., Inc. dated October 19, 2006.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned thereunto duly authorized.

Greenhill & Co., Inc.

Date: October 20, 2006

By: /s/ John D. Liu  
Name: John D. Liu  
Title: Chief Financial Officer

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