

SPDR GOLD TRUST
Form 8-K
February 26, 2015

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): February 25, 2015

SPDR® GOLD TRUST
SPONSORED BY WORLD GOLD TRUST SERVICES, LLC

(Exact name of registrant as specified in its charter)

New York
(State or other jurisdiction

of incorporation)

001-32356
(Commission

File Number)

81-6124035
(IRS Employer

Identification No.)

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c/o World Gold Trust Services, LLC

510 Madison Avenue, 9th Floor

New York, New York 10022

(Address of principal executive offices; zip code)

Registrant's telephone number, including area code: (212) 317-3800

(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 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

Consent Solicitation

On June 19, 2014, the sponsor of the SPDR® Gold Trust (the Trust) solicited the consent of the shareholders of the Trust to approve two proposals, both of which were approved by the requisite 51% majority of the Trust's shareholders. The proposals are described in more detail in the Trust's Notice of Consent Solicitation (the Consent Solicitation) filed with the Securities and Exchange Commission on June 19, 2014.

A sufficient number of consents to approve both proposals described below were received on February 25, 2015. As a result, the Consent Solicitation, and the period during which consents could be revoked, concluded on February 25, 2015.

Proposal 1:

The proposal to approve amendments to the Trust Indenture that change the manner in which the ordinary fees and expenses of the Trust are paid such that, in return for a payment to the Sponsor of 0.40% per year of the daily net asset value of the Trust, the Sponsor will be responsible for all other ordinary fees and expenses of the Trust, as described in the Consent Solicitation Statement, was approved based on the following votes:

| Total Outstanding Shares | Consents Required | Consents For |
|---------------------------------|--------------------------|---------------------|
| 262,700,000 | 133,977,000 | 138,724,221.220 |

Proposal 2:

The proposal to approve the amendment to section 3.08 of the Trust Indenture to permit the Sponsor to compensate affiliates for providing marketing and other services to the Trust, was approved based on the following votes:

| Total Outstanding Shares | Consents Required | Consents For |
|---------------------------------|--------------------------|---------------------|
| 262,700,000 | 133,977,000 | 133,987,777.560 |

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits:

None

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 thereunto duly authorized.

Date: February 26, 2015

SPDR® GOLD TRUST

(Registrant)*

By: World Gold Trust Services, LLC
as the Sponsor of the Registrant

By: /s/ John Adrian Pound
Name: John Adrian Pound

Title: Chief Financial Officer

* As the Registrant is a trust, this report is being filed on behalf of the Registrant by World Gold Trust Services, LLC, only in its capacity as the sponsor of the Registrant. The identified person signing this report is signing in their capacity as an authorized officer of World Gold Trust Services, LLC.