

CAPITAL GOLD CORP  
Form 8-K  
July 08, 2008

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 1, 2008

CAPITAL GOLD CORPORATION  
(Exact name of registrant as specified in its charter)

Delaware  
(state or other juris-  
diction of incorporation)

0-13078  
(Commission  
File Number)

13-3180530  
(I.R.S. Employer  
Identification No.)

76 Beaver Street, New York, NY  
(Address of principal executive  
offices)

10005  
(Zip Code)

76 Beaver Street, New York, NY 10005  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (212) 344-2785

---

(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 (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))

**Section 8 - Other Events**

**Item 8.01 Other Events.**

On July 1, 2008, AngloGold Ashanti North America (“AngloGold”) notified us that it would not be exercising its one-time back-in right to acquire a 51% interest in the El Chanate project pursuant to the terms of the Stock Purchase Option Agreement dated effective December 15, 2000, between AngloGold and us. Please see the press release attached hereto as Exhibit 99.1.

**Section 9 - Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits. The following exhibit is filed herewith:

<b><u>Exhibit No.</u></b>	<b><u>Exhibit Title</u></b>
99.1	Press Release, dated July 8, 2008.

---

SIGNATURES

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.

CAPITAL GOLD CORPORATION

July 8, 2008

By: /s/ Gifford A. Dieterle

---

Gifford A. Dieterle, President

---