

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

GSC HOLDINGS CORP.
(to be renamed GameStop Corp.)

(Exact Name of Registrant as Specified in Its Charter)

Delaware

20-2733559

(State of Incorporation or Organization)

(I.R.S. Employer
Identification No.)

625 Westport Parkway
Grapevine, Texas

76051

(Address of Principal Executive Offices)

(Zip Code)

If this form relates to the
registration of a class of
securities pursuant to Section
12(b) of the Exchange Act and
is effective pursuant to
General Instruction A.(c), please
check the following box. [X]

If this form relates to the
registration of a class of
securities pursuant to Section
12(g) of the Exchange Act and
is effective pursuant to
General Instruction A.(d), please
check the following box. []

Securities Act registration statement file number to which
this form relates:

333-125161

(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class
to be so Registered

Name of Each Exchange on which
Each Class is to be Registered

Class A Common Stock, par value
\$.001 per share

New York Stock Exchange

Class B Common Stock, par value \$.001
per share

New York Stock Exchange

Preferred Stock Purchase Rights

New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of Class)

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

The description of the Class A Common Stock, par value \$.001 per share, and the Class B Common Stock, par value \$.001 per share, to be registered hereby is incorporated by reference to the description contained under the heading "Description of Holdco Capital Stock - Common Stock" in the Joint Proxy Statement-Prospectus included in the Registrant's Registration Statement on Form S-4 (File No. 333-125161), as amended, filed with the Securities and Exchange Commission (the "Registration Statement").

The description of the Preferred Stock Purchase Rights to be registered hereby is incorporated by reference to the description contained under the heading "Description of Holdco Capital Stock - Preferred Stock" in the Joint Proxy Statement-Prospectus included in the Registrant's Registration Statement.

Item 2. Exhibits.

- 3.1 Amended and Restated Certificate of Incorporation (filed as Exhibit 3.1 to the Registrant's Amendment No. 1 to Form S-4 filed on July 8, 2005 (Registration No. 333-125161)).
- 3.2 Amendment to Amended and Restated Certificate of Incorporation (filed as Exhibit 3.1 to the Registrant's Current Report on Form 8-K filed on October 7, 2005).
- 3.3 Amended and Restated Bylaws (filed as Exhibit 3.2 to the Registrant's Amendment No. 1 to Form S-4 filed on July 8, 2005 (Registration No. 333-125161)).
- 4.1 Form of specimen Stock Certificate for Registrant's Class A Common Stock.
- 4.2 Form of specimen Stock Certificate for Registrant's Class B Common Stock.
- 4.3. Rights Agreement dated as of June 27, 2005, between the Company and The Bank of New York, which includes as an exhibit the Summary of Rights to Purchase Preferred Stock (incorporated by reference to Exhibit 4.2 to the Company's Amendment No. 1 to Registration Statement on Form S-4 filed on July 8, 2005 (Registration No. 333-125161)).

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

GSC HOLDINGS CORP.

Dated: October 3, 2005

By: /s/ David W. Carlson

Name: David W. Carlson
Title: Executive Vice President
and Chief Financial
Officer

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CLASS A COMMON STOCK

CLASS A COMMON STOCK

GAMESTOP CORP.
CA

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE

SEE REVERSE FOR CERTAIN DEFINITIONS

CUSIP 36467W 10 9

This is to certify that

is the owner of

FULLY PAID AND NON-ASSESSABLE SHARES OF THE PAR VALUE OF \$.001 OF CLASS B
COMMON STOCK OF

GAMESTOP CORP.

transferable on the books of the Corporation in person or by duly authorized
attorney upon surrender of this Certificate properly endorsed. This Certificate
is not valid unless countersigned and registered by the Transfer Agent and
Registrar.

Witness the facsimile seal of the Corporation and the facsimile signatures of
its duly authorized officers.

Dated:

SECRETARY

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

COUNTERSIGNED AND REGISTERED:
THE BANK OF NEW YORK
TRANSFER AGENT AND REGISTRAR
BY

AUTHORIZED SIGNATURE

GAMESTOP CORP.

THE CORPORATION WILL FURNISH, WITHOUT CHARGE TO EACH SHAREHOLDER WHO SO
REQUESTS, A FULL STATEMENT OF THE DESIGNATION, RELATIVE RIGHTS, PREFERENCES AND
LIMITATIONS OF EACH CLASS AUTHORIZED TO BE ISSUED, AND A FULL STATEMENT OF THE
DESIGNATION, RELATIVE RIGHTS, PREFERENCES AND LIMITATIONS OF EACH SERIES OF ANY
CLASS OF PREFERRED STOCK AUTHORIZED TO BE ISSUED SO FAR AS THE SAME MAY HAVE
BEEN FIXED AND THE AUTHORITY OF THE BOARD TO DESIGNATE AND FIX THE RELATIVE
RIGHTS, PREFERENCES AND LIMITATIONS OF OTHER SERIES. ANY SUCH REQUEST SHOULD BE
ADDRESSED TO THE SECRETARY OF THE CORPORATION, OR TO THE TRANSFER AGENT AND
REGISTRAR NAMED ON THE FACE OF THIS CERTIFICATE.

This certificate also evidences and entitles the holder hereof to certain rights
(the "Rights") as set forth in the Rights Agreement between GameStop Corp.
(formerly GSC Holdings Corp.) and The Bank of New York, dated as of June 27,
2005, as it may from time to time be amended or supplemented pursuant to its
terms (the "Rights Agreement"), the terms of which are hereby incorporated
herein by reference. A copy of the Rights Agreement is on file at the principal
executive offices of GameStop Corp. Under certain circumstances set forth in the
Rights Agreement, such Rights will be evidenced by separate certificates and

CLASS B COMMON STOCK

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