

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**Form 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): July 27, 2010**

**EXPRESSJET HOLDINGS, INC.**  
*(Exact name of registrant as specified in its charter)*



**Delaware**  
*(State or other jurisdiction  
of incorporation)*

**1-31300**  
*(Commission  
File Number)*

**76-0517977**  
*(IRS Employer  
Identification No.)*

**700 North Sam Houston Parkway West, Suite 200  
Houston, Texas**  
*(Address of principal executive offices)*

**77067**  
*(Zip Code)*

**832-353-1000**  
*(Registrant's telephone number, including area code)*

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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Item 8.01 Other Events.

ExpressJet has entered into a settlement agreement dated effective as of July 27, 2010 in an ongoing auction rate securities (the "ARS") litigation with respect to certain ARS (CUSIP 66704JBW7). Among other terms, the settlement agreement provides for the repurchase of the outstanding ARS with an aggregate par value of \$1,075,000 for 90% of par value. With this settlement, ExpressJet will have sold its last ARS. As part of the settlement agreement, ExpressJet will dismiss its lawsuit and will release its claims related to its purchase of this and other ARS.

Item 9.01 Financial Statements and Exhibits.

99.1 Press Release.

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**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 hereunto duly authorized.

**EXPRESSJET HOLDINGS, INC.**  
(Registrant)

Date: July 27, 2010

/s/ Suzanne Lehman Johnson  
Suzanne Lehman Johnson  
General Counsel

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EXHIBIT INDEX

99.1 Press Release

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