

CLST Holdings, Inc.
Form DFAN14A
July 27, 2007

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

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
 Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
 Definitive Proxy Statement
 Definitive Additional Materials
 Soliciting Material Pursuant to §240.14a-12

CLST HOLDINGS, INC.

(Name of Registrant as Specified In Its Charter)

Timothy S. Durham
Manoj Rajegowda
Robert A. Kaiser
MC Investment Partners, LLC

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- | | |
|-----|--|
| (1) | Title of each class of securities to which transaction applies: N/A |
| (2) | Aggregate number of securities to which transaction applies: N/A |
| (3) | Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
N/A |
| (4) | Proposed maximum aggregate value of transaction:
N/A |
| (5) | Total fee paid: N/A |

- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing:

- (1) Amount previously paid: N/A
 - (2) Form, Schedule or Registration Statement No.: N/A
 - (3) Filing party: N/A
 - (4) Date Filed: N/A
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FOR IMMEDIATE RELEASE

DURHAM ENCOURAGES STOCKHOLDERS TO VOTE

INDIANAPOLIS. July 27, 2007. Timothy S. Durham encourages all stockholders of CLST Holdings, Inc., formerly known as CellStar Corporation, (the “Company”) (OTC Pink Sheets: CLHI) to vote at the Company’s Annual Meeting of Stockholders on July 31, 2007. Stockholders may vote at the meeting or by delivering a proxy online or by telephone. Mr. Durham has nominated Timothy S. Durham, Manoj Rajegowda and Robert A. Kaiser for election to the Board of Directors.

Stockholders who need assistance with voting their shares may call Morrow & Co. at **+1-203-658-9400** and ask for Fred Marquardt.

Mr. Durham is an Indianapolis investor committed to maximizing the return to CLHI’s stockholders by completing the Company’s liquidation plan efficiently and expeditiously. His slate of nominees are all investors or investment managers with significant investments in the Company.

Mr. Durham and the Company have proposed competing slates of nominees. Whoever is elected at the annual meeting of stockholders on July 31, 2007, will oversee the liquidation and dissolution of the Company’s assets and business. Mr. Durham’s nominees are committed to reducing the Company’s operating expenses and increasing liquidating dividends to the Company’s stockholders, and believe that they are more qualified to do so than the slate proposed by the Company. In particular, Mr. Durham believes that one of his nominees, Robert Kaiser, the Company’s former Chief Executive Officer, is uniquely qualified to guide the Company through the process of winding up its operations and resolving any potential indemnity or escrow claims from buyers of the Company’s businesses in a manner most favorable to the Company. Mr. Durham believes that the Company’s nominees have little experience with the Company’s former operations when compared to Mr. Kaiser.

For Information, Contact:

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