

COFFEE HOLDING CO INC  
Form 8-K  
September 10, 2009

**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): **September 10, 2009**

\_\_\_\_\_  
**COFFEE HOLDING CO., INC.**

*(Exact name of registrant as specified in its charter)*

\_\_\_\_\_  

|  |   |   |
|--|---|---|
| <b>Nevada</b><br><i>(State or other jurisdiction<br/>of incorporation)</i> | <b>001-32491</b><br><i>(Commission<br/>File Number)</i> | <b>11-2238111</b><br><i>(IRS Employer<br/>Identification No.)</i> |
|--|---|---|

**3475 Victory Boulevard, Staten Island, New York 10314**

*(Address of principal executive offices)(Zip Code)*

**(718) 832-0800**

*Registrant's telephone number, including area code*

**Not Applicable**

*(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))
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**Item 2.02.**

**Results of Operations and Financial Condition.**

On September 10, 2009, Coffee Holding Co., Inc. (the Company ) issued a press release disclosing certain information regarding its results of operations for the three and nine months ended July 31, 2009. A copy of the press release is furnished under Item 2.02 as Exhibit 99.1.

The information included in this Item 2.02, and Exhibit 99.1 to this Current Report on Form 8-K, shall not be deemed filed for the purposes of or otherwise subject to the liabilities under Section 18 of the Securities Exchange Act of 1934 as amended (the Exchange Act ). Unless expressly incorporated into a filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act made after the date hereof, the information contained in this Item 2.02 and Exhibit 99.1 hereto shall not be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

**Item 9.01.**

**Financial Statements and Exhibits.**

(d)

The following exhibit is furnished with this report:

| <b>Exhibit No.</b> | <b>Description</b>  |
|--------------------|---|
| <u>99.1</u>        | Press release, dated September 10, 2009, issued by Coffee Holding entitled Coffee Holding Co., Inc. Reports Results for Three and Nine Months Ended July 31, 2009 |

**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.

Dated: September 10, 2009

**COFFEE HOLDING CO., INC.**

|        |                                       |
|--------|---------------------------------------|
| By:    | /s/ ANDREW GORDON                     |
| Name:  | Andrew Gordon                         |
| Title: | President and Chief Executive Officer |

**EXHIBIT INDEX**

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