

COFFEE HOLDING CO INC  
Form 8-K  
September 08, 2006

**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 7, 2006

COFFEE HOLDING CO., INC.

(Exact name of registrant as specified in its charter)

<u>Nevada</u> (State or other jurisdiction of incorporation)	<u>001-32491</u> (Commission File Number)	<u>11-2238111</u> (IRS Employer Identification No.)
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<u>4401 First Avenue, Brooklyn, New York</u> (Address of principal executive offices)	<u>11232-0005</u> (Zip Code)
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Registrant's telephone number, including area code: (718) 832-0800

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 7, 2006, Coffee Holding Co., Inc. announced its earnings for the quarter and nine months ended July 31, 2006. A copy of the press release describing the earnings is attached as exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) The following exhibit is furnished with this report:

Exhibit No. Description

99.1 Coffee Holding Co., Inc. press release dated September 7, 2006

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**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.

COFFEE HOLDING CO., INC.

Dated: September 7, 2006

By: /s/ Andrew Gordon

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Name: Andrew Gordon

Title: President and Chief Executive Officer

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**EXHIBIT INDEX**

**Exhibit No. Description**

99.1 Coffee Holding Co., Inc. press release dated September 7, 2006

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