

COFFEE HOLDING CO INC  
Form 8-K  
September 29, 2015

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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 29, 2015

COFFEE HOLDING CO., INC.  
(Exact name of registrant as specified in its charter)

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| Nevada<br>(State or other<br>jurisdiction<br>of incorporation)                              | 001-32491<br>(Commission<br>File Number) | 11-2238111<br>(IRS Employer<br>Identification No.) |
| 3475 Victory Boulevard, Staten Island, New York<br>(Address of principal executive offices) |  | 10314<br>(Zip Code)                                |

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 7.01 Regulation FD Disclosure.

Coffee Holding Co., Inc. (the “Company”) announced today that its Board of Directors has approved a share repurchase program pursuant to which the Company may repurchase up to \$2 million in value of its outstanding common stock, par value, \$0.001 per share, from time to time on the open market and in privately negotiated transactions subject to market conditions, share price and other factors (the “Share Repurchase Program”). The Company intends to fund the Share Repurchase Program with available cash and from future cash flow from operations.

The timing and amount of any shares repurchased will be determined based on the Company’s evaluation of market conditions and other factors and the program may be discontinued or suspended at any time. Repurchases will be made in accordance with the rules and regulations promulgated by the Securities and Exchange Commission and certain other legal requirements to which the Company may be subject. Repurchases may be made, in part, under a Rule 10b5-1 plan, which allows stock repurchases when the Company might otherwise be precluded from doing so.

A copy of the press release announcing the Share Repurchase Program is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) The following exhibits are furnished with this report:

99.1 Press release, issued by Coffee Holding Co., Inc., dated September 29, 2015

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 29, 2015

By: /s/ Andrew Gordon  
Name: Andrew Gordon  
Title: President and Chief Executive  
Officer

EXHIBIT INDEX

99.1 Press release, issued by Coffee Holding Co., Inc., dated September 29, 2015

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