

COFFEE HOLDING CO INC
Form 8-K
January 29, 2019

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): January 29, 2019

COFFEE HOLDING CO., INC.

(Exact name of registrant as specified in its charter)

Nevada **001-32491** **11-2238111**
(State or other jurisdiction of incorporation) *(Commission File Number)* *(IRS Employer Identification No.)*

3475 Victory Boulevard, Staten Island, New York 10314
(Address of principal executive offices) *(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act

Item 2.02. Results of Operations and Financial Condition.

On January 29, 2019, Coffee Holding Co., Inc. (the “Company” or “Coffee Holding”) issued a press release disclosing certain information regarding its results of operations for the year ended October 31, 2018. A copy of the press release is furnished hereto 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 7.01. Regulation FD Disclosure.

See “Item 2.02 Results of Operations and Financial Condition” above.

Item 8.01. Other Events.

The Company’s board of directors (the “Board of Directors”) has approved a dividend program under which the Company intends to pay a dividend of 30% of its net profits for the fiscal year ending October 31, 2019 to shareholders of record as of October 31, 2019. The Company expects such dividend to be paid in its second fiscal quarter 2020. There can be no assurance that the Company will have net profits in fiscal 2019.

Item 9.01. Financial Statements and Exhibits.

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

| Exhibit | Description |
|----------------|--|
| No. | |
| 99.1 | <u>Press Release, dated January 29, 2019, issued by Coffee Holding entitled “Coffee Holding Co., Inc. Reports Year End Results.”</u> |

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: January 29, 2019 By: */s/ Andrew Gordon*
Name: Andrew Gordon
Title: President and Chief Executive Officer

