

Teavana Holdings Inc  
Form 8-K  
March 28, 2012

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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): 03/28/2012**

**Teavana Holdings, Inc.**

(Exact name of registrant as specified in its charter)

**Commission File Number: 001-35248**

**Delaware**  
(State or other jurisdiction of  
incorporation)

**20-1946316**  
(IRS Employer  
Identification No.)

**3630 Peachtree Road NE, Suite 1480**  
Atlanta, GA 30326

(Address of principal executive offices, including zip code)

**(404) 995-8200**

(Registrant's telephone number, including area code)

(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:

- 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 March 28, 2012, Teavana Holdings, Inc. (the "Company") issued a press release announcing its financial results for the fourth quarter and full year ended January 29, 2012 and certain other information. A copy of the Company's press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference. As previously announced, the Company has scheduled a conference call for 8:00 a.m. EDT on March 28, 2012 to discuss financial results.

The information disclosed under this Item 2.02, including Exhibit 99.1 hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), nor shall such information be deemed incorporated by reference into any filing made under the Securities Act of 1933, as amended (the "Securities Act"), or the Exchange Act, except as expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits (furnished):

99.1 Press release dated March 28, 2012 entitled, "Teavana Holdings, Inc. Announces Fourth Quarter and Fiscal 2011 Financial Results"

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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.

Teavana Holdings, Inc.

Date: March 28, 2012

By: /s/ David V. Christopherson

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David V. Christopherson  
Vice President & General Counsel

**EXHIBIT INDEX**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
EX-99.1	Press release dated March 28, 2012 entitled, "Teavana Holdings, Inc. Announces Fourth Quarter and Fiscal 2011 Financial Results"