

LEARNING TREE INTERNATIONAL INC
Form 8-K
February 12, 2013

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: February 12, 2013

Learning Tree International, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction

of Incorporation)

0-27248
(Commission

File Number)

95-3133814
(IRS Employer

Identification No.)

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1831 Michael Faraday Drive, Reston, Virginia

(Address of Principal Executive Offices)

Registrant's Telephone Number, Including Area Code: (703) 709-9119

20190

(Zip 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 (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))

Item 8.01 Other Events.

On February 12, 2013, Learning Tree International, Inc. (the Company) issued a press release announcing that the Special Committee of the Board of Directors (the Special Committee) has decided not to pursue a sale of the Company at this time. The Special Committee s decision followed the withdrawal by Dr. Collins, Chairman and Chief Executive Officer of the Company, of his offer to purchase all of the outstanding shares of the Company. A copy of the press release is attached to this Current Report on Form 8-K as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

Exhibit

No.	Description
99.1	Press release issued by Learning Tree International, Inc. dated February 12, 2013.

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.

Date: February 12, 2013

LEARNING TREE INTERNATIONAL, INC.

By: /s/ Max Shevitz
Max Shevitz
President