
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of July 2012

Commission File Number: 001-34900

TAL EDUCATION GROUP

18/F, Hesheng Building
32 Zhongguancun Avenue, Haidian District
Beijing 100080
People's Republic of China
+86 (10) 5292 6669
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

SIGNATURE

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, thereunto duly authorized.

TAL Education Group

By: /s/ Joseph Kauffman
Name: Joseph Kauffman
Title: Chief Financial Officer

Date: July 3, 2012

Exhibit Index

Exhibit 99.1 — Press Release



TAL Education Group Announces the Filing of Its Annual Report on Form 20-F

(Beijing, June 27, 2012) — TAL Education Group (“TAL” or the “Company”) (NYSE: XRS), a leading K-12 after-school tutoring service provider in China, today announced that it has filed its Annual Report on Form 20-F for the year ended Feb 29, 2012 with the U.S. Securities and Exchange Commission on June 27, 2012.

TAL’s annual report on Form 20-F, which contains its audited consolidated financial statements, is available on the SEC’s website at www.sec.gov, and on TAL’s investor relations website at en.xueersi.org/investor. TAL will provide a hard copy of its annual report, free of charge, to its shareholders and ADS holders upon request.

About TAL Education Group

TAL Education Group, which operates under the brand “Xueersi,” is a leading K-12 after-school tutoring service provider in China. Its tutoring services cover the core subjects in China’s school curriculum, including mathematics, English, Chinese, physics, chemistry and biology, and are delivered through three formats: small class, one-on-one, and online courses. The Company’s network includes 270 physical learning centers as of February 29, 2012, located in 14 key cities in China: Beijing, Shanghai, Guangzhou, Shenzhen, Tianjin, Wuhan, Xi’an, Chengdu, Nanjing, Hangzhou, Taiyuan, Zhengzhou, Chongqing, and Suzhou. It also operates www.eduu.com, a leading online education platform in China. The Company’s ADSs trade on the New York Stock Exchange under the symbol “XRS.”

For further information, please contact:

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