SEC Form 4

FORM 4

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

OMB APPROVAL

OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* WEST THOMAS B					2. Issuer Name and Ticker or Trading Symbol <u>NOODLES & Co</u> [NDLS]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(Fir: NG ST., UNI	st) (f	3. Date of Earliest Transaction (Month/Day/Year) 06/28/2019									Office	Director Officer (give title below) EVP - O		10% Ow Other (s below) Operations				
(Street) BROOM (City)	IFIELD CC		0021 Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year) 07/05/2019							6. Ind Line)) K Form Form	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Table	I - Nor	n-Deriva	ative S	ecu	rities Acq	uired,	Dis	posed of	, or E	Ben	eficial	ly Own	ed				
Date				Date	2. Transaction Date Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		ction Instr.						ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	ct ect	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) (D)	or	Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Class A Common Stock 06/28/2						2019				10,575(1)	10,575 ⁽¹⁾ A		\$ <mark>0</mark>	5	52,161				
		Tal					ies Acqu varrants,						-	v Owne	d				
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Dee Execution if any			Transaction of			6. Date Exercisable and Expiration Date (Month/Day/Year) Securities				f D	. Price of erivative ecurity	9. Number derivative Securities	of 10. Owne Form		11. Nature of Indirec Beneficia	

Derivative Security (Instr. 3)		(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)		Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)			
						Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					

Explanation of Responses:

1. Due to administrative error, the reporting person's restricted stock units were under-reported by 4,111 units. This Form 4 reflects the corrected total beneficial ownership for this reporting person.

Remarks:

/s/ Melissa Heidman, attorney 03/16/2020

in fact

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.