

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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* <u>PUBLIC SECTOR PENSION INVESTMENT BOARD</u>  (Last) (First) (Middle) 1250 RENE-LEVESQUE BLVD WEST SUITE 1400  (Street) MONTREAL A8 H3B 5E9  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NOODLES &amp; Co [ NDLS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 05/24/2018	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	05/24/2018		C		1,522,098	A	(1)	8,281,849	I	See Footnotes <sup>(2)(3)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Class B Common Stock	(4)	05/24/2018		C			1,522,098	(4)	(4)	Class A Common Stock	1,522,098	(1)	0	I	See Footnotes <sup>(2)(3)</sup>

1. Name and Address of Reporting Person\*  
PUBLIC SECTOR PENSION INVESTMENT BOARD  
 (Last) (First) (Middle)  
 1250 RENE-LEVESQUE BLVD WEST  
 SUITE 1400  
 (Street)  
 MONTREAL A8 H3B 5E9  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Argentia Private Investments Inc.  
 (Last) (First) (Middle)  
 1250 RENE LEVESQUE BOULEVARD WEST  
 SUITE 1400  
 (Street)  
 MONTREAL A8 H3B 5E9  
 (City) (State) (Zip)

**Explanation of Responses:**

- Not applicable.
- Shares are owned directly by Argentia Private Investments Inc., which is a wholly owned subsidiary of Public Sector Pension Investment Board ("PSPIB"). PSPIB is an indirect beneficial owner of the reported securities.
- Each Reporting Person disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.
- The Class B Common Stock has no expiration date and is convertible at any time at the election of the holder on a share-for-share basis into Class A Common Stock.

**Remarks:**

Exhibit 99.1 - Joint Filer Information, filed herewith and incorporated by reference herein.

[/s/ Darren Baccus, Senior Vice President and Chief Legal Officer](#) [05/29/2018](#)

[/s/ Martin Longchamps, Managing Director, Private Equity](#) [05/29/2018](#)

\*\* 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.**

