

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

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>Reddy Kevin Michael</u>  (Last) (First) (Middle) <u>520 ZANG STREET, SUITE D</u>  (Street) <u>BROOMFIELD CO 80021</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>06/27/2013</u>	3. Issuer Name and Ticker or Trading Symbol <u>NOODLES &amp; Co [ NDLS ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>06/27/2013</u>  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>101,894<sup>(1)</sup></u>	<u>D</u>	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

**Explanation of Responses:**

1. This amendment to the Form 3 filed by Kevin Reddy on June 27, 2013 (the "Form 3") is filed to remove the reference in the Form 3 to indirect beneficial ownership of 101,895 shares of Common Stock and 115,256 stock options that are, and were at the time the Form 3 was filed, held solely by Leigh Reddy, Kevin Reddy's wife, from whom he is separated. Kevin Reddy did not have, and continues not to have, any pecuniary interest in the shares or options held by Leigh Reddy. Leigh Reddy's shares and options, therefore, were incorrectly included in the Form 3. Kevin Reddy also filed a Form 4 on July 3, 2013. This Form 4 incorrectly included 115,256 of Leigh Reddy's stock options in Column 9 of Table II. Kevin Reddy directly owned 101,894 shares of Common Stock at the time of the Filing of the Form 3, and owns such number of shares as of this date. These shares were correctly reported on the Form 3 and are included again in this amendment.

/s/ Paul Strasen, attorney in fact

07/15/2013

\*\* 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 5 (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.