

NOODLES & Co  
Form 8-K  
February 26, 2014

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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 (Date of earliest event reported): February 26, 2014

NOODLES & COMPANY

(Exact name of registrant as specified in its charter)

|                                                               |                                       |                                                       |
|---------------------------------------------------------------|---------------------------------------|-------------------------------------------------------|
| Delaware<br>(State or Other Jurisdiction of<br>Incorporation) | 001-35987<br>(Commission File Number) | 84-1303469<br>(I.R.S. Employer<br>Identification No.) |
|---------------------------------------------------------------|---------------------------------------|-------------------------------------------------------|

|                                                                                      |                     |
|--------------------------------------------------------------------------------------|---------------------|
| 520 Zang Street, Suite D, Broomfield, CO<br>(Address of Principal Executive Offices) | 80021<br>(Zip Code) |
|--------------------------------------------------------------------------------------|---------------------|

Registrant's Telephone Number, Including Area Code: (720) 214-1900

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. 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 2.02. Results of Operations and Financial Condition.

On February 26, 2014, Noodles & Company issued a press release disclosing earnings and other financial results for its fiscal quarter and fiscal year ended December 31, 2013, and stating, as previously announced, that its management would review these results in a conference call at 4:30 p.m. (EST) on February 26, 2014. The full text of the press release is included as Exhibit 99.1 hereto.

The information furnished with this report, including Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any other filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Description                                             |
|-------------|---------------------------------------------------------|
| 99.1        | Noodles & Company Press Release dated February 26, 2014 |

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 hereunto duly authorized.

Noodles & Company

By: /s/ DAVE BOENNIGHAUSEN  
Name: Dave Boennighausen  
Title: Chief Financial Officer

DATED: February 26, 2014

EXHIBIT INDEX

| Exhibit No. | Description                                             |
|-------------|---------------------------------------------------------|
| 99.1        | Noodles & Company Press Release dated February 26, 2014 |