Edgar Filing: PUBLIC SECTOR PENSION INVESTMENT BOARD - Form 4

PUBLIC SECTOR PENSION INVESTMENT BOARD

Form 4 May 29, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

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 control January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person *

PUBLIC SECTOR PENSION

1(b).

ECTOR PENSIO	Зу				1	issuci				
INVESTMENT BOARD (Last) (First) (Middle)			NOODLES & Co [NDLS]				(Check all applicable)			
			ransaction			(The state of				
	,	onth/Day/Year)				Director		% Owner		
E-LEVESQUE B TTE 1400	LVD 05	/24/2018			1		below)	ner (specify		
(Street) 4. If			. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
AL, A8 H3B 5E9	Fil	ed(Month/Day/Yea	nr)		-	Form filed by C _X_ Form filed by M	1 0			
(State)	(Zip)	Table I - Non-	Derivative Se	curitie			f, or Beneficia	lly Owned		
2. Transaction Date (Month/Day/Year)	Execution Da any	Code	omr Disposed	of (D)	red (A)	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)		
								See		
05/24/2018		С	1,522,098	A	<u>(1)</u>	8,281,849	I	Footnotes (2) (3)		
E	ENT BOARD (First) (E-LEVESQUE BEITE 1400 (Street) AL, A8 H3B 5E9 (State) 2. Transaction Date (Month/Day/Year)	ENT BOARD (First) (Middle) 3. 1 (ME-LEVESQUE BLVD 05 ITE 1400 (Street) 4. 1 Fil AL, A8 H3B 5E9 (State) (Zip) 2. Transaction Date (Month/Day/Year) Execution Data any (Month/Day/Year)	ENT BOARD (First) (Middle) 3. Date of Earliest T (Month/Day/Year) E-LEVESQUE BLVD (Street) (Street) (Street) (State) (State) (Zip) Table I - Non- 2. Transaction Date (Month/Day/Year) Execution Date, if Transaction any Code (Month/Day/Year) (Month/Day/Year) (Instr. 8)	ENT BOARD (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) E-LEVESQUE BLVD (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) AL, A8 H3B 5E9 (State) (Zip) Table I - Non-Derivative Sec 2. Transaction Date (Month/Day/Year) Execution Date, if Transactiom Disposed on y Code (Instr. 3, 4 and (Month/Day/Year)) (Month/Day/Year) (Instr. 8)	ENT BOARD (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) E-LEVESQUE BLVD (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) AL, A8 H3B 5E9 (State) (Zip) Table I - Non-Derivative Securities 2. Transaction Date 2A. Deemed 3. 4. Securities Acquin (Month/Day/Year) Execution Date, if Transaction Disposed of (D) any Code (Instr. 3, 4 and 5) (Month/Day/Year) (A) or Code V Amount (D)	ENT BOARD (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) E-LEVESQUE BLVD (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) AL, A8 H3B 5E9 (State) (Zip) Table I - Non-Derivative Securities Acquived (A) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Execution Date, if Transactior Disposed of (D) any Code (Instr. 3, 4 and 5) (Month/Day/Year) (A) or Code V Amount (D) Price	ENT BOARD NOODLES & Co [NDLS] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) E-LEVESQUE BLVD (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) AL, A8 H3B 5E9 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year) 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired, Disposed of (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) Code V Amount (D) Price (Check Code (Check Code) Director Director Applicable Line) Form filed by Non-Derivative Securities Acquired, Disposed of (D) Securities Securities Acquired (A) Securities Acquired (A	ENT BOARD NOODLES & Co [NDLS] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) — Director — Officer (give title below) E-LEVESQUE BLVD 05/24/2018 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) — Form filed by One Reporting Portage of Code (Instr. 3, 4 and 5) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) (Month/Day/Year) (Instr. 8) — Securities Ownership any Code (Instr. 3, 4 and 5) — Securities Ownership Code (Instr. 3, 4 and 5) — Governor (Instr. 4) — Original forms (Instr. 4) — Original filed by One Reporting Portage of Code (Instr. 3, 4 and 5) — Securities Ownership form: Owned Direct (D) Following or Indirect (Instr. 4) — Original filed by Original filed by Original forms (Instr. 4) — Original filed by One Reporting Portage of Code (Instr. 3, 4 and 5) — Securities Ownership form: Owned Direct (D) Following or Indirect (Instr. 4) — Original filed by Orig		

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

number.

SEC 1474

(9-02)

Edgar Filing: PUBLIC SECTOR PENSION INVESTMENT BOARD - Form 4

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 orDerivative 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	<u>(4)</u>	05/24/2018		C	1	1,522,098	<u>(4)</u>	<u>(4)</u>	Class A Common Stock	1,522,09

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

PUBLIC SECTOR PENSION INVESTMENT BOARD 1250 RENE-LEVESQUE BLVD WEST SUITE 1400 MONTREAL, A8 H3B 5E9

Argentia Private Investments Inc. 1250 RENE LEVESQUE BOULEVARD WEST SUITE 1400 MONTREAL, A8 H3B 5E9

Signatures

/s/ Darren Baccus, Senior Vice President and Chief Legal
Officer

**Signature of Reporting Person
Date

/s/ Martin Longchamps, Managing Director, Private Equity

**Signature of Reporting Person
Date

Date

Explanation of Responses:

- * 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).
- (1) Not applicable.
- (2) 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.
- (3) Each Reporting Person disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.
- (4) 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.

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

Reporting Owners 2

Edgar Filing: PUBLIC SECTOR PENSION INVESTMENT BOARD - Form 4

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