

## PUBLIC SECTOR PENSION INVESTMENT BOARD

Form 4

July 30, 2018

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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 OF  
SECURITIES**

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  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

## 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)

## 2. Issuer Name and Ticker or Trading

Symbol

NOODLES &amp; Co [NDLS]

## 3. Date of Earliest Transaction

(Month/Day/Year)

07/26/2018

## 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director

\_\_\_\_ Officer (give title  
below)

\_\_\_\_ 10% Owner

\_\_\_\_ Other (specify  
below)6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_\_\_ Form filed by One Reporting Person

\_\_\_\_X\_\_\_\_ Form filed by More than One Reporting  
Person**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	07/26/2018		S		1,698,805	D \$ 9.5	6,583,044	I
								See Footnotes (1) (2)

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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number.**

SEC 1474  
(9-02)

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

# 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 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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

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

07/30/2018

\_\_Signature of Reporting Person

Date

/s/ Martin Longchamps, Managing Director, Private Equity

07/30/2018

\_\_Signature of Reporting Person

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) 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.
- (2) Each Reporting Person disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.

### 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.

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.