

Hot Mamas Foods, Inc.  
Form 10-Q/A  
May 28, 2014

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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 10-Q/A**

**(Amendment No. 1)**

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**ý QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE  
ACT OF**

**1934**

For the quarterly period ended: **March 31, 2014**

or

**“ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: **000-54976**

**HOT MAMA’S FOODS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

**51-0459931**

(State or other jurisdiction of incorporation) (IRS Employer Identification No.)

**134 Avocado Street**

**Springfield, MA 01104**

(Address of principal executive offices)

**(413) 737-6572**

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by section 13 or 15(d) of the Securities Exchange Act of 1934 during the past 12 months, and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files. Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act:

Large accelerated filer  Accelerated filer

Non-accelerated filer  Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

As of May 27, 2014, 2013, there were 23,532,290 shares outstanding of the registrant's common stock.



**Explanatory Note**

This Amendment to the Quarterly Report on Form 10-Q is being filed solely to furnish the Interactive Data files as Exhibit 101, in accordance with Rule 405 of Regulation S-T. No other changes have been made to the Form 10-Q, as originally filed on May 23, 2014.

PART II – OTHER INFORMATION

**Item 6. Exhibits**

101.INS \* XBRL Instance Document

101.SCH \* XBRL Taxonomy Schema

101.CAL \* XBRL Taxonomy Calculation Linkbase

101.DEF \* XBRL Taxonomy Definition Linkbase

101.LAB \* XBRL Taxonomy Label Linkbase

101.PRE \* XBRL Taxonomy Presentation Linkbase

\* Pursuant to Rule 406T of Regulation S-T, the interactive data files on Exhibit 101 hereto are furnished and deemed not filed or a part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, as amended, are deemed not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and otherwise is not subject to liability under these sections.

**SIGNATURES**

In accordance with the requirements of the Exchange Act, the Company has caused this report to be signed by the undersigned, thereunto duly authorized.

**HOT  
MAMA'S  
FOODS,  
INC.**

Date: May 28, 2014 By: /s/ Matthew  
Morse  
Name: Matthew  
Morse  
Chief  
Title: Executive  
Officer and  
Director  
(Principal  
Executive  
Officer)

Date: May 28, 2014 By: /s/ William  
Kenealy  
Name: William  
Kenealy  
Chief  
Title: Financial  
Officer and  
Secretary  
(Principal  
Financial  
Officer and  
Principal  
Accounting  
Officer)