

MamaMancini's Holdings, Inc.  
Form 8-K  
July 28, 2014

**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): **July 23, 2014**

**MAMAMANCINI'S HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| <b>Nevada</b>                                     | <b>000-28629</b>            | <b>27-0607116</b>                    |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

**25 Branca Road**

**East Rutherford, NJ 07073**

(Address of Principal Executive Offices)

**(201) 531-1212**

Registrant's telephone number, including area code

Check the appropriate box below if the Form 8-K filing 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 8.01 Other Events**

**Board Committees and Charters**

Effective as of July 22, 2014, the board of directors of MamaMancini's Holdings, Inc. (the "Company") approved by unanimous written consent, the appointment of Mr. Dan Altobello to serve as member of the Audit Committee as well as an amendment to its Audit Committee Charter (the "Amended Charter").

The Amended Charter is filed herewith as exhibit 99.1. A copy of Amended Charter will also be placed on the Company's website at [www.mamamancinis.com](http://www.mamamancinis.com).

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

**EXHIBIT INDEX**

**Exhibit Number Description of Exhibits**

|      |                                 |
|------|---------------------------------|
| 99.1 | Amended Audit Committee Charter |
|------|---------------------------------|

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MamaMancini's Holdings,  
Inc.**

Date: July 28, 2014 By: */s/ Carl Wolf*  
Name: Carl Wolf  
Title: Chief Executive Officer

