

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Michaels Adam Laurance</u> (Last) (First) (Middle) <u>C/O MAMA'S CREATIONS, INC.</u> <u>25 BRANCA ROAD</u> (Street) <u>EAST</u> <u>NJ</u> <u>07073</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Mama's Creations, Inc. [MAMA]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>09/24/2024</u> 4. If Amendment, Date of Original Filed (Month/Day/Year) <u>09/26/2024</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director 10% Owner ☒ Officer (give title below) Other (specify below) <u>Chief Executive Officer</u> 6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person Form filed by More than One Reporting Person
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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			
Common Stock	09/24/2024		A		26,420 ⁽¹⁾⁽²⁾	A	(3)	569,680	D	

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

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$7.57	09/24/2024		A		38,806 ⁽¹⁾		(4)	09/24/2034	Common Stock	38,806 ⁽¹⁾	\$0	38,806 ⁽¹⁾	D	

Explanation of Responses:

1. This amendment is being filed to correct the number of restricted stock units ("RSUs") and stock options granted to the reporting person on September 24, 2024, which were inadvertently reported incorrectly in the original filing on September 26, 2024.

2. RSUs scheduled to vest in four substantially equal annual installments on each of September 22, 2025, September 22, 2026, September 22, 2027 and September 22, 2028.

3. Each RSU represents a contingent right to receive one share of MAMA common stock.

4. Stock options scheduled to vest in three substantially equal annual installments on each of September 22, 2025, September 22, 2026 and September 22, 2027.

/s/ Charles Lange, attorney in
fact for Adam Michaels

10/03/2024

** Signature of Reporting Person

Date

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

* 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).

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

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 Number.