

OOMA INC
Form 10-Q/A
December 18, 2017

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 10-Q/A

Amendment No. 1

(Mark One)

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

For the quarterly period ended July 31, 2017

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: 001-37493

Ooma, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or other jurisdiction) 06-1713274
(I.R.S. Employer

of incorporation or organization) Identification No.)

525 Almanor Avenue, Suite 200, Sunnyvale, California 94085

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(Address of principal executive offices)

(650) 566-6600

(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 preceding 12 months (or for such shorter period that the registrant was required to file such reports), 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, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

(Do not check if a smaller reporting company)

Smaller reporting company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. Yes No

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 August 31, 2017, there were 18,472,596 shares of the registrant's common stock outstanding.

Explanatory Note

Ooma, Inc. is filing this Amendment No. 1 to its Quarterly Report on Form 10-Q for the quarter ended July 31, 2017, as filed with the Securities and Exchange Commission on September 7, 2017, solely to revise the certifications filed as Exhibits 31.1 and 31.2 to the original Form 10-Q, which inadvertently omitted certain language regarding internal control over financial reporting required to be included in paragraph 4. This Form 10-Q/A does not reflect events occurring after the filing of the original Form 10-Q and, other than the filing of the corrected certifications mentioned above, does not modify or update the disclosures in the original Form 10-Q in any way.

PART II. OTHER
INFORMATION

Item 6. Exhibits

No financial statements or schedules are filed with this Amendment No. 1 to Quarterly Report on Form 10-Q/A.

The following exhibits are filed with this Amendment No. 1 to Quarterly Report on Form 10-Q/A:

31.1 Section 302
Certification of
Principal
Executive Officer

31.2 Section 302
Certification of
Principal
Financial Officer

EXHIBIT

INDEX

| | | Incorporated | | |
|---------|---|-----------------|--------------|----------------|
| | | Incorporated by | by Reference | |
| Exhibit | | Reference From | From Exhibit | |
| Number | Description | Form | Number | Date Filed |
| 31.1 | <u>Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, Rule 13(a) 14(a)/15d-14(a), by Principal Executive Officer.</u> | | | Filed herewith |
| 31.2 | <u>Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, Rule 13(a) 14(a)/15d-14(a), by Principal Financial Officer.</u> | | | Filed herewith |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Ooma, Inc.

Date: December 18, 2017 By: /s/ Ravi Narula

Ravi Narula

Chief Financial Officer

(Principal Financial Officer)