

Urban Barns Foods Inc.  
Form 10-Q/A  
June 17, 2014

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

**FORM 10-Q/A**

**AMENDMENT NO. 1**

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

For the quarterly period ended **April 30, 2014**

**[ ] 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: 000-53942

**URBAN BARNS FOODS INC.**

*(Exact name of registrant as specified in its charter)*

**Nevada**

*(State or other jurisdiction of incorporation or  
organization)*

**N/A**

*(I.R.S. Employer Identification No.)*

**Office 205 290 Lakeshore Road**

**Pointe-Claire, Quebec, Canada H9S 4L3**

**514-907-4989**

*(Address of principal executive offices) (Zip Code)*

*(Registrant's telephone number, including area code)*

Indicate by check mark whether the registrant (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 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 [X] No [ ]**

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. 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 [x]**

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

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS DURING THE  
PRECEDING FIVE YEARS:

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court. ☐ Yes ☐ No

APPLICABLE ONLY TO CORPORATE ISSUERS

As of June 16, 2014 the registrant's outstanding common stock consisted of 270,746,982 shares.

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## EXPLANATORY NOTE

The sole purpose of this quarterly report on Form 10-Q of Urban Barns Foods Inc. for the period ended April 30, 2014 and filed with the Securities and Exchange Commission (the SEC ) on June 16, 2014 (the Form 10-Q ), is to furnish Exhibit 101 to the Form 10-Q in accordance with Rule 405 of Regulation S-T. Exhibit 101 to the Form 10-Q provides the financial statements and related notes from the Form 10-Q formatted in XBRL (eXtensible Business Reporting Language).

No other changes have been made to the Form 10-Q. This Amendment No. 1 to the Form 10-Q continues to speak as of the filing date of the Form 10-Q, does not reflect events that may have occurred subsequent to that date, and does not modify or update any related disclosures made in the Form 10-Q.

## EXHIBIT INDEX

<u>Exhibit</u> <u>No.</u>	<u>Description</u>
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31.1	Sec. 302 Certification of Principal Executive Officer (1)
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31.2	Sec. 302 Certification of Principal Financial Officer (1)
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32.1	Sec. 906 Certification of Principal Executive Officer (1)
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32.2	Sec. 906 Certification of Principal Financial Officer (1)
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<u>101.INS</u>	<u>XBRL Instance Document</u>
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<u>101.SCH</u>	<u>XBRL Taxonomy Extension Schema</u>
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<u>101.CAL</u>	<u>XBRL Taxonomy Extension Calculation Linkbase</u>
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<u>101.DEF</u>	<u>XBRL Taxonomy Extension Definition Linkbase</u>
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<u>101.LAB</u>	<u>XBRL Taxonomy Extension Label Linkbase</u>
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<u>101.PRE</u>	<u>XBRL Taxonomy Extension Presentation Linkbase</u>
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(1) Incorporated by reference from our quarterly report on Form 10-Q filed with the SEC on June 16, 2014.

**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.

June 17, 2014

Urban Barns Foods Inc.

/s/ Richard Groome

By: Richard Groome

Chief Executive Officer, President & Director

/s/ Horst Hueniken

By: Horst Hueniken

Chief Financial Officer, Principal Accounting Officer &  
Director

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