

GREENMAN TECHNOLOGIES INC
Form 10-Q/A
May 16, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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 **March 31, 2012**

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: 1-13776

GreenMan Technologies, Inc.
(Exact name of registrant as specified in its charter)

| | |
|--|--------------------------------------|
| Delaware | 71-0724248 |
| (State or other jurisdiction of incorporation or organization) | (I.R.S. Employer Identification No.) |

| | |
|--|------------|
| 7 Kimball Lane, Lynnfield MA | 01940 |
| (Address of principal executive offices) | (Zip Code) |

(781) 224-2411
(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report)

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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 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, 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 14, 2012, there were 42,838,483 shares of the registrant's Common Stock outstanding.

EXPLANATORY NOTE

The sole purpose of this Amendment No. 1 to GreenMan Technologies, Inc.'s Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2012 (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 consolidated 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 speaks as of the original filing date of the Form 10-Q, does not reflect events that may have occurred subsequent to the original filing date, and does not modify or update in any way disclosures made in the original Form 10-Q.

Pursuant to Rule 406T of Regulation S-T, the interactive data files on Exhibit 101 hereto are deemed not filed or 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 are not subject to liability under those sections.

PART II - OTHER INFORMATION

Item 6. Exhibits

| Exhibit No. | Description |
|-------------|---|
| 3.1 (1) | --Restated Certificate of Incorporation of GreenMan Technologies, Inc., as amended |
| 31.1 (2) | --Certification of Chief Executive Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a) |
| 31.2 (2) | --Certification of Chief Financial Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a) |
| 32.1 (2) | --Certification of Chief Executive Officer under 18 U.S.C. Section 1350 |
| 32.2 (2) | --Certification of Chief Financial Officer under 18 U.S.C. Section 1350 |
| 101.SCH (3) | XBRL Taxonomy Extension Schema Document |
| 101.CAL (3) | XBRL Taxonomy Extension Calculation Linkbase Document |
| 101.DEF (3) | XBRL Taxonomy Extension Definition Linkbase Document |
| 101.LAB (3) | XBRL Taxonomy Extension Label Linkbase Document |

101.PRE (3) XBRL Taxonomy Extension Presentation Linkbase Document

- (1) Previously filed as an exhibit to GreenMan Technologies, Inc.'s Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2012, filed with the Securities and Exchange Commission on May 15, 2012.
- (2) Previously furnished as an exhibit to GreenMan Technologies, Inc.'s Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2012, filed with the Securities and Exchange Commission on May 15, 2012. Furnished herewith. Pursuant to Rule 406T of Regulation S-T, XBRL (eXtensible Business Reporting Language)
- (3) information is 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, is 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

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.

GreenMan Technologies, Inc.

By: /s/ Charles E. Coppa

Charles E. Coppa

Chief Financial Officer

(Principal Accounting and Financial Officer)

Dated: May 16, 2012