



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State

Corporations Division  
148 W. River St.  
Providence, RI 02904-2615  
(401) 222-3040

**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2007**

Filing Period: January 1 - March 1 • Filing Fee: \$50.00\* THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK  
\* In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

1. Corporate ID No. <b>105871</b>		2. Name of Corporation <b>HOT TOPIC, INC.</b>			
3. Street Address Principal Business Office <b>18305 E San Jose Ave.</b>			City <b>City of Industry</b>	State <b>CA</b>	Zip <b>91748</b>
4. Business Phone No. <b>626-839-4681</b>		5. State of Incorporation <b>CALIFORNIA</b>			
6. Brief Description of the Character of Business Conducted in Rhode Island <b>RETAIL - APPAREL &amp; ACCESSORIES.</b>					
7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name <b>Elizabeth McLaughlin (CEO)</b>			Vice President Name <b>Mike Yoshida</b>		
Street Address <b>Corporate Address</b>			Street Address <b>Corporate Address</b>		
City	State	Zip	City	State	Zip
Secretary Name <b>Jim McGinty (Acting Secretary)</b>			Treasurer Name <b>Jim McGinty (CEO)</b>		
Street Address <b>Corporate Address</b>			Street Address <b>Corporate Address</b>		
City	State	Zip	City	State	Zip
8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name <b>Bruce Quinnell</b>			Director Name <b>Cynthia Cohen</b>		
Street Address <b>Corporate Address</b>			Street Address <b>Corporate Address</b>		
City	State	Zip	City	State	Zip
Director Name <b>Elizabeth McLaughlin</b>			Director Name <b>Corrado Federico</b>		
Street Address <b>Corporate Address</b>			Street Address <b>Corporate Address</b>		
City	State	Zip	City	State	Zip
9. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES -- THIS SECTION MUST BE COMPLETED		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
<b>150,000,000 COMM NO PAR VALUE, 10,000,000 PREF NO PAR VALUE</b>			<b>44,229,848</b>	<b>Common Stock</b>	<b>∅</b>

This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.



\*105871\*

File Date	<b>FILED</b>
Check No.	<b>OCT 02 2007</b>
By:	<b>170987</b>
FOR SECRETARY OF STATE USE ONLY	

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

*Mike Yoshida* **9/19/2007**  
Signature Date  
**Mike Yoshida**  
Print or Type Name  
**Vice President of Finance**  
Title



18305 E. San Jose Avenue  
City of Industry, CA 91748

Office: 626-839-4681  
Fax: 626-581-9226  
Web: <http://www.hottopic.com>

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BOARD OF DIRECTORS

BRUCE QUINNELL  
CHAIRMAN OF THE BOARD, HOT TOPIC, INC.  
SENIOR MANAGEMENT CONSULTANT  
18305 E SAN JOSE AVE  
CITY OF INDUSTRY, CA 91748  
PHONE: (626) 839 - 4681  
FAX: (626) 581 - 9226

BETSY MCLAUGHLIN  
CHIEF EXECUTIVE OFFICER  
HOT TOPIC, INC.  
18305 E SAN JOSE AVE  
CITY OF INDUSTRY, CA 91748  
PHONE: (626) 839 - 4681  
FAX: (626) 581 - 9226

CYNTHIA COHEN  
PRESIDENT AND FOUNDER  
STRATEGIC MINDSHARE  
18305 E SAN JOSE AVE  
CITY OF INDUSTRY, CA 91748  
PHONE: (626) 839 - 4681  
FAX: (626) 581 - 9226

CORRADO FEDERICO  
PRESIDENT  
CORADO, INC.  
18305 E SAN JOSE AVE  
CITY OF INDUSTRY, CA 91748  
PHONE: (626) 839 - 4681  
FAX: (626) 581 - 9226

W. SCOTT HEDRICK  
GENERAL PARTNER AND FOUNDER  
INTERWEST PARTNERS  
18305 E SAN JOSE AVE  
CITY OF INDUSTRY, CA 91748  
PHONE: (626) 839 - 4681  
FAX: (626) 581 - 9226

ANDREW SCHUON  
PRESIDENT AND FOUNDER  
VIVENDI/UNIVERSAL'S IMF: THE INTERNATIONAL MUSIC FEED  
18305 E SAN JOSE AVE  
CITY OF INDUSTRY, CA 91748  
PHONE: (626) 839 - 4681  
FAX: (626) 581 - 9226

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City of Industry, CA 91748

Office: (626) 839 - 4681  
Fax: (626) 581 - 9226  
Web: <http://www.hottopic.com>

**CORPORATE INFORMATION**

FEDERAL ID: 77-0198182  
DATE OF INCORPORATION: 9/15/88  
STATE OF INCORPORATION: CALIFORNIA

**CORPORATE OFFICERS**

**TITLE**

ELIZABETH MCLAUGHLIN  
18305 E. SAN JOSE AVE.  
CITY OF INDUSTRY, CA  
91748

CHIEF EXECUTIVE OFFICER AND DIRECTOR

JERRY COOK  
18305 E. SAN JOSE AVE.  
CITY OF INDUSTRY, CA  
91748

PRESIDENT, HOT TOPIC, INC.

CHRIS DANIEL  
18305 E. SAN JOSE AVE.  
CITY OF INDUSTRY, CA  
91748

PRESIDENT, TORRID

JIM MCGINTY  
18305 E. SAN JOSE AVE.  
CITY OF INDUSTRY, CA  
91748

CHIEF FINANCIAL OFFICER

TOM BEAUCHAMP  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

SENIOR VICE PRESIDENT AND CHIEF  
INFORMATION OFFICER

MARIA COMFORT  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

SENIOR VICE PRESIDENT AND CHIEF  
MERCHANDISING OFFICER, HOT TOPIC

ROBIN ELLEDGE  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

SENIOR VICE PRESIDENT – HUMAN  
RESOURCES

JOHN KIRKPATRICK  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

SENIOR VICE PRESIDENT, CHIEF MUSIC  
OFFICER, HOT TOPIC

BILL BELLEROSE  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

VICE PRESIDENT – DISTRIBUTION AND  
LOGISTICS

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KELLY MCGUIRE DIEHL  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

VICE PRESIDENT, EMPLOYEE RELATIONS  
AND TRAINING

ED GUSMAN  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

VICE PRESIDENT, HOT TOPIC STORE  
OPERATIONS

ELIZABETH HAYNES  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

VICE PRESIDENT, TORRID PLANNING AND  
ALLOCATION

TRICIA HIGGINS  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

VICE PRESIDENT, INTERNET

JEROME KHAN  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

VICE PRESIDENT HOT TOPIC PLANNING  
AND ALLOCATION

DARRELL KINSLEY  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

VICE PRESIDENT, VISUAL, MARKETING AND  
STORE DESIGN

JOHN NEPPL  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

VICE PRESIDENT, REAL ESTATE AND  
CONSTRUCTION

LORI SMITH  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

VICE PRESIDENT, TORRID STORE  
OPERATIONS

MIKE YOSHIDA  
18305 E. SAN JOSE AVE  
CITY OF INDUSTRY, CA.  
91748

VICE PRESIDENT, FINANCE

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**OCT 02 2007**

By 107851