



NEWS FROM OVERHILL FARMS, INC.

For Immediate Release

**Overhill Farms Announces Resignation of CFO Tracy Quinn,
Appointment of Robert C. Bruning**

LOS ANGELES, CA (January 25, 2012) — James Rudis, Chairman, President and Chief Executive Officer of Overhill Farms, Inc. (NYSE-AMEX: OFI) today announced the resignation of Tracy E. Quinn as Chief Financial Officer, effective February 24, and the appointment of Robert C. Bruning as her replacement.

Ms. Quinn, who has served Overhill Farms since September 2007, first as Interim CFO and later as CFO, is resigning to spend more time with her family. Prior to joining Overhill Farms, she spent 21 years with the H. J. Heinz Company, where she held various senior-level finance and operations positions in the United States and abroad.

Mr. Rudis said, "We are extremely grateful for the many contributions Tracy has made to Overhill Farms, in both financial and operational areas. Tracy had an important role in reducing the company's debt and refinancing that debt on very favorable terms. Additionally, she played a significant part in our obtaining new accounts and relationships, and in launching our Boston Market initiative, which will be an important part of Overhill's future."

Mr. Rudis added, "We understand Tracy's desire to end her long commute and spend more time with her family, and we appreciate her willingness to remain with the company to ensure a smooth transition for her replacement."

Overhill Farms has appointed Robert C. Bruning as Chief Financial Officer to replace Ms. Quinn. He will join Overhill Farms immediately, in order to ensure a smooth transition of responsibilities.

"Bob's deep experience in the food industry, industrial processing and finance will be extremely valuable to Overhill Farms," said Mr. Rudis. "His financial expertise and hands-on understanding of production management make him an ideal member of our management team."

In the food industry, Mr. Bruning was Chief Financial Officer of Okami, Inc., a food processing and distribution company, from 2006 until it was acquired by another firm in 2011, and earlier was Chief Financial Officer of Zacky Farms, Inc. In the manufacturing sector he was Chief Financial Officer of Coastcast Corporation, a precision manufacturing company, and was a financial consultant to Kaiser Aluminum and several other companies.

Earlier in his career, Mr. Bruning was with Coopers & Lybrand (now PriceWaterhouseCoopers) as Partner-In-Charge of its manufacturing consulting group in Southern California. Previously he was a Partner with Anderson Consulting, overseeing computer information systems for manufacturing companies.

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He received his bachelor's degree in economics, cum laude, from Claremont McKenna College, and earned bachelor's and master's degrees in industrial engineering from Stanford. He is licensed as a Certified Public Accountant, currently on inactive status.

ABOUT OVERHILL FARMS

Overhill Farms, Inc. (www.OverhillFarms.com) is a value-added supplier of custom high quality prepared frozen foods for branded retail, private label foodservice and airline customers. Its product line includes entrées, plated meals, bulk-packed meal components, pastas, soups, sauces, poultry, meat and fish specialties, as well as organic and vegetarian offerings. The Company's capabilities give its customers a one-stop solution for new product development, precise replication of existing recipes, product manufacturing and packaging. Its customers include prominent nationally recognized names such as Jenny Craig, Inc., Safeway Inc., Panda Restaurant Group, Inc., Pinnacle Foods Group LLC and American Airlines, Inc. The Company also sells frozen foods under the Boston Market brand, under an exclusive license from Boston Market Corporation.

Statements herein concerning Overhill Farms' plans, including its plans related to the appointment of a new Chief Financial Officer, growth and strategies, may include 'forward-looking statements' within the context of the federal securities laws. Statements regarding Overhill Farms' future events, developments and future performance, including the performance of its new Chief Financial Officer, as well as management's expectations, beliefs, plans, estimates or projections relating to the future, are forward-looking statements within the meaning of these laws. Overhill Farms' actual results may differ materially from those suggested as a result of various factors. Interested parties should refer to the disclosure concerning the operational and business concerns of Overhill Farms set forth in Overhill Farms' filings with the Securities and Exchange Commission.

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