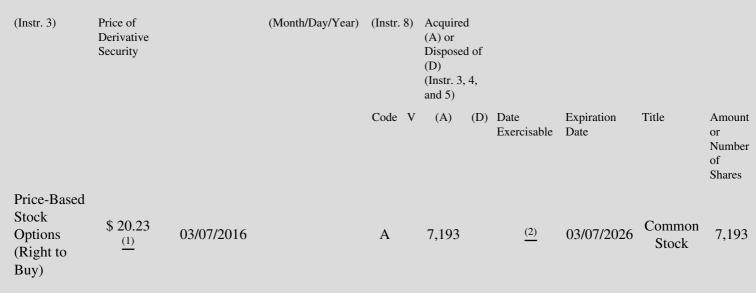
Edgar Filing: Chefs' Warehouse, Inc. - Form 4/A

Chefs' War Form 4/A March 14, 2	ehouse, Inc. 2016									
FOR	14							• · · · • · ·	PPROVAL	
UNITED STATES			SECURITIES AND EXCHANGE COMMISS Washington, D.C. 20549				E COMMISSIO	N OMB Number:	3235-02	:87
if no lo		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section						Expires:	Estimated average burden hours per	
subject Section	16.							Estimated burden hou		
Form 4 Form 5 obligati may co <i>See</i> Ins 1(b).	Filed pur								. (0.5
(Print or Type	e Responses)									
1. Name and Address of Reporting Person <u>*</u> O'Dowd Frank			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer				
			Chefs'	Warehou	se, Inc. [0	CHEF]	(Che	eck all applicabl	e)	
(Last)	(First) (A	Middle)	3. Date of	of Earliest T	Transaction		`		·	
100 EAST	RIDGE ROAD		(Month/) 03/07/2	Day/Year) 2016			Director X Officer (gi below) Chief		% Owner her (specify icer	
File			Filed(Mo	H. If Amendment, Date Original Filed(Month/Day/Year) 03/09/2016			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
RIDGEFI	ELD, CT 06877						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution l any	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, Amount	(A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	eport on a separate line	e for each cla	ass of sec							
	,				Perso	ons who res	spond to the colle tained in this forn		SEC 1474 (9-02)	

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)



Reporting Owners

Reporting Owner Name / Address			Relationships		
	Director	10% Owner	Officer	Other	
O'Dowd Frank 100 EAST RIDGE ROAD RIDGEFIELD, CT 06877			Chief Information Officer		
Signatures					
/s/ Alexandros Aldous, Attorne O'Dowd	03/14/2016				
<u>**</u> Signature of Reporti	ng Person		Date		

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This amendment is filed to correct the exercise price of the price-based stock options, which was incorrectly reported in the original Form $\frac{4}{4}$.
- Price-based stock options are eligible for vesting only upon the issuer's achievement of a \$30 stock price hurdle (based on 20-consecutive trading day average) on or before the fourth anniversary of the grant date; in addition, price-based stock options may not be exercised before the third anniversary of the grant date and are subject to the terms of the reporting person's non-qualified stock option agreement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.