SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addre	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>Chefs' Warehouse</u> , Inc. [CHEF]	(Check	ationship of Reporting Pe (all applicable) Director	10% Owner
(Last) 100 EAST RID	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 12/03/2020	x	Officer (give title below) General Cor	Other (specify below) unsel
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	<i>v</i> idual or Joint/Group Fili	ng (Check Applicable
RIDGEFIELD	СТ	06877		X	Form filed by One Re	porting Person
(City)	(State)	(Zip)	-		Form filed by More the Person	an One Reporting
		Table I - Non-Deriv	ative Securities Acquired, Disposed of, or Bene	ficially	^v Owned	

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	06/25/2020		G ⁽¹⁾	v	550	D	\$ <mark>0</mark>	104,659	D	
Common Stock	06/25/2020		G ⁽¹⁾	v	250	D	\$ <mark>0</mark>	104,409	D	
Common Stock	11/27/2020		G ⁽²⁾	v	125	D	\$ <mark>0</mark>	104,284	D	
Common Stock	11/27/2020		G ⁽²⁾	v	125	D	\$ <mark>0</mark>	104,159	D	
Common Stock	12/03/2020		A		6,559	Α	(3)	110,718	D	
Common Stock	12/03/2020		D		2,704	D	(4)	108,014	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		n of		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
	Security														
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Gifts to an educational institution on or about 06/25/2020.

2. Gifts to an educational institution on or about 11/27/2020.

3. Represents performance-based restricted common stock granted in 2018 pursuant to The Chefs' Warehouse 2011 Omnibus Equity Incentive Plan with respect to which performance was certified achieved on 12/03/2020. This restricted common stock will vest on 12/17/2020 (subject to continued employment through such date).

4. Represents cancellation of performance-based restricted common stock granted to the reporting person on 02/25/2020. Acquisition of the performance-based restricted common stock was previously reported in Table I of reporting person's Form 4 on 03/27/2020 at the time of grant due to the nature of the performance target.

/s/ Alexandros Aldous

** Signature of Reporting Person Date

12/04/2020

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.