SEC Form 4

FORM 4

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NITED	STATES	SECURITIES	AND	EXCHANGE	COMMISSION
		Weehingto		0540	

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden n F

Instruction 1(b).			Filed pursuant to Section 16(a) of the Securities Exchange Act of 19 or Section 30(h) of the Investment Company Act of 1940	
1. Name and Addre		ງ Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>Chefs' Warehouse, Inc.</u> [CHEF]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/03/2020	A below) below) Chief Human Resources Officer
100 EAST RID	GE ROAD		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable
(Street)				Line)
RIDGEFIELD	СТ	06877		X Form filed by One Reporting Person
(City)	(State)	(Zip)	—	Form filed by More than One Reporting Person
		Table I - Non-D	Derivative Securities Acquired, Disposed of, or Ber	neficially Owned

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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)					5. Amount of Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	12/03/2020		Α		5,117	A	(1)	99,320	D	
Common Stock	12/03/2020		D		2,109	D	(2)	97,211	D	

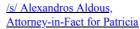
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)				6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of 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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. 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)

2. 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



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12/04/2020

** Signature of Reporting Person Date

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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See П