

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

<b>OMB APPROVAL</b>	
OMB Number:	3235-0287
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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 Address of Reporting Person* <u>Guarino Alan C.</u>  (Last) (First) (Middle) <u>100 EAST RIDGE ROAD</u>  (Street) <u>RIDGEFIELD CT 06877</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Chefs' Warehouse, Inc. [ CHEF ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/13/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>03/15/2023</u>	
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

**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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/13/2023 <sup>(1)</sup>		G		10,269 <sup>(1)</sup>	D	\$0	38,625 <sup>(2)</sup>	D	
Common Stock	06/14/2023		G		5,160 <sup>(3)</sup>	D	\$0	33,465 <sup>(2)</sup>	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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					

**Explanation of Responses:**

- The Reporting Person contributed 10,269 shares of the Issuer's common stock to an irrevocable trust for the benefit of the Reporting Person's daughter. Neither the Reporting Person nor any member of the Reporting Person's family is a trustee of the trust, nor do they have control over the trust's investment decisions. On March 15, 2023, the Reporting Person filed a Form 4 (the "Prior Form 4") that inadvertently reported the contribution of the same number of shares of the Issuer's common stock to irrevocable trusts for the benefit of the Reporting Person's children. The contribution reported on the Prior Form 4 did not occur, and this Form 4 amends the Prior Form 4.
- The amount of securities beneficially owned following the transaction reported in this Form 4 is reflective of the Reporting Person's beneficial ownership as of this Form 4 and includes the restricted stock units granted to the Reporting Person pursuant to The Chefs' Warehouse, Inc. Amended and Restated 2019 Omnibus Equity Incentive Plan on May 12, 2023, as reported in the Form 4 filed by the Reporting Person on May 16, 2023.
- The Reporting Person contributed 5,160 shares of the Issuer's common stock to an irrevocable trust for the benefit of the Reporting Person's daughter. Neither the Reporting Person nor any member of the Reporting Person's family is a trustee of the trust, nor do they have control over the trust's investment decisions.

/s/ Alexandros Aldous,  
Attorney-in-Fact for Alan C. Guarino    06/14/2023

\*\* 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.