FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

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

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*						2. Issuer Name <b>and</b> Ticker or Trading Symbol Chefs' Warehouse, Inc. [ CHEF ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u>Pappas John</u>					1	Chero marchouse, me. [ Chilli ]									X	Direc	tor	X	10% C	wner	
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 08/02/2011									X	Officer (give title below) Other (specification)  Vice Chairman					
100 EAST RIDGE ROAD														, ree Grantina							
(Street)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
RIDGEFIELD CT 06877															X	Form filed by One Reporting Person					
(City)	(	State)	(Zip)													Form filed by More than One Reporting Person					
		Та	ble I - No	n-Deriv	ative	Se	curitie	s Ac	quired,	Dis	posed o	f, or	Ben	eficia	lly O	wne	d				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)					ır) E	A. Deemed xecution Date, any Month/Day/Year)		Transaction Disposed Code (Instr.			ities Acquired (A) d Of (D) (Instr. 3, 4			and 5) Secu Bene		cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
										v	Amount	(	A) or D)	Price	Trans		saction(s) . 3 and 4)			(Instr. 4)	
Common stock				08/02	2/2011				S		675,00	00 D \$		\$13.	95	5 4,229,215			D		
			Table II -								sed of, onvertib				/ Ow	ned					
1. Title of Derivative Security (Instr. 3)	ve Conversion Date Execution Do or Exercise (Month/Day/Year) if any		n Date,	4. Transaction Code (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration Exercisable Date			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)  Amour or Numbe of			nt er		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ov Fo Di or (I)	wnership orm: rect (D) Indirect (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

**Explanation of Responses:** 

/s/ Kenneth Clark, attorney-in-08/04/2011

**fact** 

\*\* 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.