

(Print or Type Responses)

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL				
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#### INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

Name and Address of Reporting Person –     MY/ZP Equity, LP	Statemer	Statement (Month/Day/Year) 07/23/2012		CHUY'S HOLDINGS, INC. [CHUY]				
(Last) (First) (Middle) 1623 TOOMEY ROAD	07/23/2012			4. Relationship of Reporting Person(s			s) to 5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street) AUSTIN, TX 78704				Check all applicable) Director X 10% Owner Officer (give title X Other (spec below)  Member of 10% Owner Group		Applicable I  X_Form fi	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person	
(City) (State) (Zip)			Table I	- Non-Derivati	ive Securities	Beneficially O	wned	
1.Title of Security (Instr. 4)		Ве	Amount of Secentificially Own astr. 4)	ned I	*	4. Nature of Indire (Instr. 5)	ct Beneficial Ownership	
Reminder: Report on a separate line for each clas  Persons who respondences the form dis  Table II - Derivati	end to the c plays a cui	collection rrently val	of information	on contained in the rol number.		·		
(Instr. 4) and		Date Exercisable d Expiration Date onth/Day/Year)  3. Title an Securities Security (Instr. 4)		Amount of aderlying Derivative	Price of Derivative	5. Ownership Form of Derivative Security: Direct	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	(D) or Indirect (I) (Instr. 5)		
Series B Preferred Stock	(1)	(1)	Common Stock	834,934	\$ <u>(1)</u>	D (2)		
Series X Preferred Stock	(3)	<u>(3)</u>	Common Stock	60,604	\$ <u>(3)</u>	D (2)		

## **Reporting Owners**

Departing Owner Name /	Relationships			
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
MY/ZP Equity, LP 1623 TOOMEY ROAD AUSTIN, TX 78704		X		Member of 10% Owner Group

### **Signatures**

/s/ Sharon Russell, attorney-in-fact for Michael Young	07/23/2012
**Signature of Reporting Person	Date
/s/ Sharon Russell, attorney-in-fact for John Zapp	07/23/2012
**Signature of Reporting Person	Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- The series B preferred stock of Chuy's Holdings, Inc. (the "Company") will automatically convert on a one-for-one basis into shares of common stock, par value \$0.01 per share, of the Company (the "Common Stock") prior to the closing of the Company's initial public offering. Prior to the automatic conversion, a holder may voluntarily convert the series B preferred stock on a one-for-one basis into shares of Common Stock. The series B preferred stock has no expiration date.

- Represents shares beneficially owned by MY/ZP Equity, LP ("MY/ZP Equity"), an entity in which Michael R. Young and John A. Zapp are the limited partners. MY/ZP (2) GP, LLC ("MY/ZP GP") is the sole general partner of MY/ZP Equity. Mr. Young, as trustee of the Young Descendants' Trust, and Mr. Zapp are the members of MY/ZP GP and each has voting and dispositive power of the shares and may each be deemed to indirectly beneficially own the shares. Both Mr. Young and Mr. Zapp disclaim beneficial ownership of the shares held by MY/ZP Equity.
- The series X preferred stock of the Company will automatically convert on a one-for-one basis into shares of Common Stock prior to the closing of the Company's initial (3) public offering. Prior to the automatic conversion, a holder may voluntarily convert the series X preferred stock on a one-for-one basis into shares of Common Stock. The series X preferred stock has no expiration date.

#### Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

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.

Know all by these presents, that the undersigned hereby constitute and appoint each of Jon W. Howie, Sharon A. Russell and Susan Kittrell signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder and Schedules 13D or 13G in accordance with Section 13(d) of the Securities Exchange Act of 1934;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 or Schedule 13D or 13G, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grant to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledge that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 13 or Section 16 of the Securities Exchange Act of 1934.

The execution by the undersigned of this Power of Attorney hereby expressly revokes and terminates any powers of attorney previously granted by the undersigned relating to Forms 3, 4 and 5 and Schedules 13D or 13G with respect to the undersigned's holdings of and transactions in securities issued by the Company. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 or Schedules 13D or 13G with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned have caused this Power of Attorney to be executed as of July 18, 2012.

MY/ZP EQUITY, LP

By: MY/ZP GP, LLC, its General Partner

/s/ Michael Young

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Name: Michael Young Title: Member

/s/ John Zapp

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Name: John Zapp Title: Member