

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

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DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): SEPTEMBER 8, 1996

ZAPATA CORPORATION  
(Exact name of registrant as specified in its charter)

DELAWARE  
(State or other jurisdiction  
of incorporation)

1-4219  
(Commission File No.)

C-74-1339132  
(I.R.S. Employer  
Identification No.)

1717 ST. JAMES PLACE  
SUITE 550  
HOUSTON, TEXAS 77056  
(Address of principal executive offices)

(713) 940-6100  
(Registrant's telephone number, including area code)

NOT APPLICABLE  
(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS

W. George Loar, a director of the Company, died on September 8, 1996.

On September 24, 1996, the Delaware Court of Chancery issued an opinion, in connection with a lawsuit brought by a stockholder, holding that Zapata's proposed acquisition of Houlihan's Restaurant Group, Inc. is subject to a supermajority voting requirement in Zapata's certificate of incorporation. The supermajority provision would require approval of 80% of Zapata's outstanding voting stock.

ITEM 7. EXHIBITS

(c) EXHIBITS.

Exhibit 99 - Zapata Corporation Press Release dated September 25, 1996.

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ZAPATA CORPORATION

By: /s/ JOSEPH L. von ROSENBERG III

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Joseph L. von Rosenberg III  
Executive Vice President, General Counsel  
and Corporate Secretary

Date: September 26, 1996

EXHIBIT INDEX

Exhibit -----	Description -----
99	Zapata Corporation Press Release dated September 25, 1996.

## EXHIBIT 99

STERN & CO.  
MEDIA COMMUNICATIONS - INVESTOR RELATIONS  
212 Park Avenue South, New York, NY 10003  
Tel: (212) 777-7722 Fax: (212) 777-9025  
World Wide Web: <http://stemco.com/sternco.html>

## CONTACTS:

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RICHARD STERN  
STERN & CO.  
(212) 777-7722

FOR IMMEDIATE RELEASE

ZAPATA TO CONSIDER ALTERNATIVES IN RESPONSE TO COURT OPINION

HOUSTON--SEPTEMBER 25, 1996--Zapata Corporation (NYSE:ZAP) announced today that the Delaware Court of Chancery has issued an opinion, in connection with a lawsuit brought by a stockholder, holding that Zapata's proposed acquisition of Houlihan's Restaurant Group, Inc. is subject to a supermajority voting requirement in Zapata's certificate of incorporation. The supermajority provision would require approval of 80 percent of Zapata's outstanding voting stock.

Joseph L. von Rosenberg III, Executive Vice President of Zapata, said that Zapata would consider its alternatives after having an opportunity to study the court's opinion.

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