UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q/A

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 1996

OR

[_] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ______ to ______

COMMISSION FILE NUMBER: 1-4219

ZAPATA CORPORATION
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

STATE OF DELAWARE	C-74-1339132
(STATE OR OTHER JURISDICTION OF INCORPORATION OR ORGANIZATION)	(I.R.S. EMPLOYER IDENTIFICATION NO.)

1717 ST. JAMES PLACE, SUITE 550 HOUSTON, TEXAS	77056
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)	(ZIP CODE)

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: (713) 940-6100

INDICATE BY CHECK MARK WHETHER THE REGISTRANT (1) HAS FILED ALL REPORTS REQUIRED TO BE FILED BY SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934 DURING THE PRECEDING 12 MONTHS (OR FOR SUCH SHORTER PERIOD THAT THE REGISTRANT WAS REQUIRED TO FILE SUCH REPORTS), AND (2) HAS BEEN SUBJECT TO SUCH FILING REQUIREMENTS FOR THE PAST 90 DAYS. YES [X] NO [_]

NUMBER OF SHARES OUTSTANDING OF THE REGISTRANT'S COMMON STOCK, PAR VALUE $0.25 PER SHARE, ON DECEMBER 18, 1996: 29,548,707.

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

Zapata Corporation

ZAPATA CORPORATION
CONDENSED CONSOLIDATED BALANCE SHEET
(in thousands)

ASSETS	MARCH 31, 1996	SEPTEMBER 30, 1995
Current assets:		
Cash and cash equivalents	$ 88,386	$ 2,488
Receivables	5,360	17,550
Inventories:		
Fish products	20,629	22,947
Materials, parts and supplies	3,594	3,358
Prepaid expenses and other current assets	3,457	2,400
Net assets of discontinued operations	22,724	101,894
Total current assets	144,150	150,637
Investments and other assets:		
Notes receivable	8,864	8,864
Investments in unconsolidated affiliates	16,833	18,235
Deferred income taxes	2,973	6,247
Other assets	16,220	16,170
	44,890	49,516
Property and Equipment	76,998	74,275
Accumulated depreciation	(36,579)	(35,037)
	40,419	39,238
Total assets	$229,459	$239,391
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Current maturities of long-term debt	$ 16,098	$ 16,148
Accounts payable and accrued liabilities	20,825	20,953
Total current liabilities	36,923	37,101
Long-term debt	18,406	37,468
Other liabilities	18,552	19,532
Stockholders' equity:		
Preference stock	3	3
Common stock	7,387	7,387
Capital in excess of par value	131,962	131,962
Reinvested earnings from October 1, 1990	16,226	5,938
	155,578	145,290
Total liabilities and stockholders' equity	$229,459	$239,391

The accompanying notes are an integral part of the financial statements.

ZAPATA CORPORATION
CONDENSED CONSOLIDATED INCOME STATEMENT
(in thousands, except share and per share amounts)

	THREE MONTHS ENDED MARCH 31,		SIX MONTHS ENDED MARCH 31,	
	1996	1995	1996	1995
Revenues	$14,800	$22,237	$38,742	$44,594
Expenses:				
Operating	10,732	18,748	29,967	37,341
Depreciation, depletion and amortization	778	1,639	1,553	3,318
Selling, general and administration	1,865	2,052	3,430	3,826
	13,375	22,439	34,950	44,485
Operating income (loss)	1,425	(202)	3,792	109
Other income (expense):				
Interest income	1,323	212	1,602	470
Interest expense	(888)	(630)	(1,898)	(1,270)
Gain on sale of Tidewater common stock	---	4,811	---	4,811
Equity in loss of unconsolidated affiliate	(1,438)	---	(2,157)	---
Other	(144)	41	(18)	568
	(1,147)	4,434	(2,471)	4,579
Income from continuing operations before income taxes	278	4,232	1,321	4,688
Provision for income taxes				
State	87	56	174	89
Federal	68	1,462	402	1,610
	155	1,518	576	1,699
Income from continuing operations	123	2,714	745	2,989
Discontinued operations:				
Income (loss) from discontinued operations, net of income taxes	---	217	(42)	690
Gain (loss) on disposition of Energy Industries, net of income taxes	(610)	---	12,618	---
Loss on sale of Cimarron, net of income taxes	(3,500)	---	(3,500)	---
	(4,110)	217	9,076	690
Income (loss) before cumulative effect of change in accounting principle	(3,987)	2,931	9,821	3,679
Cumulative effect of change in accounting principle, net of income taxes	---	---	467	---
Net income (loss)	(3,987)	2,931	10,288	3,679
Preferred stock dividends	---	---	---	51
Net income (loss) to common stockholders	$(3,987)	$ 2,931	$10,288	$ 3,628
Per share data:				
Income from continuing operations	$ ---	$ 0.08	$ 0.02	$ 0.09
Income (loss) from discontinued operations	(0.13)	0.01	0.31	0.02

Cumulative effect of change in accounting principle	---	---	0.02	---
Net income (loss) per share	$ (0.13)	$ 0.09	$ 0.35	$ 0.11
Average common shares and equivalents outstanding	29,558	31,779	29,562	31,768

The accompanying notes are an integral part of the financial statements.

ZAPATA CORPORATION
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(in thousands)

	SIX MONTHS ENDED MARCH 31, 1996	1995
Cash flow provided (used) by operating activities:		
Net income	$ 10,288	$ 3,679
Adjustments to reconcile net income to net cash provided (used) by operating activities:		
Depreciation and amortization	1,553	3,318
Gain on sale of assets	---	(5,268)
Equity in loss of unconsolidated affiliate	2,157	---
Cumulative effect of change in accounting principle, net of income taxes	(467)	---
Gain on sale of discontinued operations assets, net of income taxes	(9,118)	---
Changes in other assets and liabilities	(96)	(2,824)
Total adjustments	(5,971)	(4,774)
Net cash provided (used) by operating activities	4,317	(1,095)
Cash flow provided (used) by investing activities:		
Proceeds from dispositions	103,421	14,481
Proceeds from notes receivable	---	920
Restricted cash investments	---	(12,704)
Capital Expenditures	(2,728)	(3,715)
Net cash provided (used) by investing activities	100,693	(1,018)
Cash flow used by financing activities:		
Repayments of long-term obligations, net	(19,112)	(582)
Preferred stock redemption and common stock buybacks	---	(2,758)
Dividend payments	---	(1,153)
Net cash used by financing activities	(19,112)	(4,493)
Net increase (decrease) in cash and cash equivalents	85,898	(6,606)
Cash and cash equivalents at beginning of period	2,488	9,717
Cash and cash equivalents at end of period	$ 88,386	$ 3,111

The accompanying notes are an integral part of the financial statements.

ZAPATA CORPORATION
NOTES TO FINANCIAL STATEMENTS

NOTE 1. FINANCIAL STATEMENTS

The condensed consolidated financial statements included herein have been prepared by Zapata Corporation ("Zapata" or the "Company"), without audit, pursuant to the rules and regulations of the Securities and Exchange Commission. The financial statements reflect all adjustments that are, in the opinion of management, necessary to fairly present such information. All such adjustments are of a normal recurring nature. Although Zapata believes that the disclosures are adequate to make the information presented not misleading, certain information and footnote disclosures, including a description of significant accounting policies, normally included in financial statements prepared in accordance with generally accepted accounting principles, have been condensed or omitted pursuant to such rules and regulations. These condensed financial statements should be read in conjunction with the financial statements and the notes thereto included in Zapata's latest annual report on Form 10-K.

In October 1995, the Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 123, "Accounting for Stock Based Compensation" ("SFAS 123"). The Company does not intend to adopt the recognition provisions of the statement but will adopt the disclosure requirements in fiscal year 1997.

NOTE 2. DISCONTINUED NATURAL GAS COMPRESSION OPERATIONS

In September 1995, Zapata entered into an agreement (the "Purchase Agreement") to sell the assets of its natural gas compression operations to Weatherford Enterra, Inc. and its wholly owned subsidiary, Enterra Compression Company (collectively, "Weatherford Enterra"). Pursuant to the Purchase Agreement, Weatherford Enterra purchased from the Company all of the assets of its natural gas compression operations, and assumed certain liabilities relating to those operations, for approximately $131 million in cash including a post-closing adjustment of $300,000 which was finalized in April 1996. A portion of the proceeds from the sale was used to repay certain indebtedness of approximately $26 million and expenses of approximately $1.4 million. The sale closed on December 15, 1995, after receiving stockholder approval, and resulted in a pre-tax gain of approximately $20.8 million or an after-tax gain of approximately $12.6 million.

The Company's consolidated financial statements reflect the natural gas compression operations as a discontinued operation. Summarized results of the discontinued natural gas compression operations are shown below (amounts in millions):

	SIX MONTHS ENDED MARCH 31, 1996	1995
FINANCIAL RESULTS		
Revenues..............	$13.1	$33.8
Expenses *............	13.0	31.7
Income before taxes...	.1	2.1
Income tax provision..	.1	.9
Net income (loss).....	$ --	$ 1.2

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* Expenses include allocations of interest expense on general corporate debt of $260,000 and $878,000 in the six-month periods ending March 31, 1996 and 1995, respectively. Interest expense was allocated to discontinued operations based on a ratio of net assets to be sold to the sum of total net assets of the Company plus general corporate debt.

NOTE 3. DISCONTINUED NATURAL GAS GATHERING, PROCESSING AND MARKETING OPERATIONS

During fiscal 1995, the Company determined to dispose of its natural gas gathering, processing and marketing operations, which were conducted through a wholly owned subsidiary of the Company, Cimarron Gas Holding Company (together with its subsidiaries, "Cimarron"). On April 9, 1996, Zapata sold substantially all of the assets of Cimarron in two separate transactions with Conoco Inc. ("Conoco") and Enogex Products Corporation ("Enogex"). Conoco purchased certain of the Texas-based assets and Enogex purchased certain of the Oklahoma-based assets of Cimarron. The aggregate cash consideration paid by Conoco and Enogex totaled approximately $23 million, subject to final post-closing adjustments. Subsequently, the Company sold Cimarron's remaining assets for an additional $900,000. A portion of the proceeds from the sales was used to repay $1.0 million of Cimarron's debt and approximately $1.8 million for commissions, fees and other expenses associated with the sales. The sales resulted in an after-tax loss of approximately $3 million. Additionally, Cimarron recognized an after-tax loss of approximately $500,000 from operations for fiscal 1996 that had previously been deferred against a reserve for discontinued operations.

The consolidated financial statements reflect the net assets and operating results of Cimarron's operations as a discontinued operation. The summarized financial position of Cimarron's discontinued operations is shown below (amount in millions):

	MARCH 31, 1996	SEPTEMBER 30, 1995
FINANCIAL POSITION		
Current assets	$ 7.8	$ 9.6
Other assets	6.5	6.7
Property and equipment, net	16.3	16.9
	30.6	33.2
Debt	1.2	2.2
Other liabilities	6.7	9.6
	7.9	11.8
Net book value	$22.7	$21.4

NOTE 4. DIVISIONAL REVENUES AND OPERATING RESULTS

The Company's divisional revenues and operating results for the three- and six-month periods ended March 31, 1996 and 1995 are as follows:

ZAPATA CORPORATION
DIVISIONAL REVENUES AND OPERATING RESULTS
(in thousands)

	THREE MONTHS ENDED MARCH 31,		SIX MONTHS ENDED MARCH 31,	
	1996	1995	1996	1995
Revenues:				
Marine protein	$14,383	$19,993	$37,849	$39,574
Oil and gas	417	2,244	893	5,020
	$14,800	$22,237	$38,742	$44,594
Operating income (loss):				
Marine protein	$ 1,980	$ 1,095	$ 5,043	$ 1,829
Oil and gas	224	(192)	153	218
Corporate	(779)	(1,105)	(1,404)	(1,938)
	$ 1,425	$ (202)	$ 3,792	$ 109

NOTE 5. UNCONSOLIDATED AFFILIATES

Effective October 1, 1995, the Company changed its method of accounting for its equity interest in Envirodyne Industries, Inc. ("Envirodyne"). Since Envirodyne's financial statements are not available to the Company on a basis that would permit concurrent reporting, the Company began reporting its equity in Envirodyne's results of operations on a three-month delayed basis. The Company's financial statements for the quarter ended December 31, 1995 did not include the Company's equity interest in Envirodyne for the corresponding period. The change reduced previously reported income from continuing operations by $467,000 ($719,000 befor tax), or $.02 per share, with a corresponding cumulative effect for the change in accounting principle of $467,000 in the quarter ended December 31, 1995.

The following table reflects on a pro forma basis the effect of retroactively applying the new accounting principle (amounts in thousands, except per share amounts):

	Six Months Ended March 31, 1996	Six Months Ended March 31, 1995
Net income	$ 10,288	$ 3,679
Net income per share	$ 0.35	$ 0.11

Due to the significance of the Company's investment, the unaudited financial position and results of operation of Envirodyne are summarized below. The financial statement information presented below for Envirodyne is based upon its annual report for the year ended December 28, 1995 (unaudited, in millions, except per share amounts):

ENVIRODYNE INDUSTRIES, INC.

	DECEMBER 28, 1995
BALANCE SHEET	
Current Assets	$240.9
Other	189.2
Property and equipment, net	469.5
Total assets	$899.6
Current liabilities	$119.2
Long-term debt	530.2
Deferred income taxes and other	133.1
Stockholders' equity	117.1
Total liabilities and stockholders' equity	$899.6

THREE MONTHS ENDED DECEMBER 28, 1995

INCOME STATEMENT

Revenues	$162.5
Loss before income taxes	$ (5.5)
Net loss	$ (5.6)
Net loss per share	$ (0.42)

NOTE 6. CASH FLOW INFORMATION

In connection with the sale of the Company's natural gas compression operations, Zapata has retained certain liabilities related to these operations. As a result, the Company reclassified approximately $2.1 million from net assets of discontinued operations to current liabilities of continuing operations.

NOTE 7. SUBSEQUENT EVENT

On May 2, 1996, Zapata and Houlihan's Restaurant Group, Inc. ("Houlihan's") announced that they have entered into a letter of intent relating to Zapata's proposed acquisition of Houlihan's for a combination of cash and stock amounting to $8.00 per share. In view of Malcolm I. Glazer's ownership of Zapata and Houlihan's, the letter of intent was negotiated by representatives of special committees of the directors of both Zapata and Houlihan's who are not members of the Glazer family. The proposed transaction is subject to the negotiation and execution of a definitive merger agreement and, among other things, approval of the transaction by the directors and stockholders of both companies, compliance with the Hart-Scott-Rodino Antitrust Improvements Act, registration of the Zapata shares issuable in the merger under the Securities Act of 1933 and receipt of a consent from Houlihan's primary lending bank or the refinancing of Houlihan's outstanding bank debt. There can be no assurance that a transaction will be consummated or, if consummated, will be on the terms as proposed.

Zapata also announced that Malcolm Glazer has entered into a standstill agreement with Zapata. Under the standstill agreement, Mr. Glazer has agreed on behalf of himself, his family and entities controlled by him not to increase his or their ownership of voting securities in Zapata above 49.9% on either an outstanding or fully diluted share basis, unless, among other things, such increase is approved by a majority of the directors on the Zapata board who are not members of the Glazer family or is in response to a tender offer or other proposal by others to acquire more than 14.9% of Zapata's voting securities.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Forward-looking statements in this Form 10-Q are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Investors are cautioned that all forward-looking statements involve risks and uncertainty, including without limitation, the risk of a significant natural disaster, the inability of the Company to reinsure certain risks, the adequacy of its loss reserves, oil and gas reserve estimates, changing regulations in foreign countries, as well as general market conditions, competition and pricing. The Company believes that this information is based on reasonable expectations. However, no assurances can be given that the Company will achieve all of its goals and expectations.

BUSINESS

In late 1994 and early 1995, the Company began to develop a strategic plan involving the repositioning of the Company in the food packaging, food and food service equipment and supply (collectively, "food services") businesses and exiting the energy business. The strategic plan that was developed called for the divestiture of most of the Company's remaining energy operations, including its natural gas compression operations, its natural gas gathering, processing and marketing operations and the Company's remaining domestic oil and gas assets, and the acquisition of, or joint ventures with, selected companies in the food services industry.

In December 1995, Zapata sold the assets of its subsidiaries engaged in natural gas compression operations (collectively, "Energy Industries") to Weatherford Enterra, Inc. and its wholly owned subsidiary, Enterra Compression Company (collectively, "Weatherford Enterra"). In that transaction, Weatherford Enterra purchased from the Company all of the assets of Energy Industries for $131 million in cash, and assumed certain liabilities of Energy Industries, based on the net asset value of Energy Industries on the closing date (the "Energy Industries Sale"). The Energy Industries Sale resulted in an after-tax gain of approximately $12.6 million. Of the approximately $131 million in cash proceeds received from the Energy Industries Sale, the Company used approximately $26 million to repay certain bank debt. Additionally, approximately $1.4 million was used to pay commissions and fees associated with the sale.

On April 9, 1996, Zapata sold substantially all of the assets of its subsidiaries engaged in natural gas gathering and processing operations (collectively, "Cimarron") in two separate transactions with Conoco Inc. ("Conoco") and Enogex Products Corporation ("Enogex"). Conoco purchased certain of the Texas-based assets and Enogex purchased certain of the Oklahoma-based assets of Cimarron. The aggregate cash consideration paid by Conoco and Enogex totaled approximately $23 million, subject to final post-closing adjustments. Subsequently, the Company sold Cimarron's remaining assets for an additional $900,000. A portion of the proceeds from the sales were used to repay $1.0 million of Cimarron's debt and approximately $1.8 million for commissions, fees and other expenses associated with the sales. The sales resulted in an after-tax loss of approximately $3 million. Additionally, Cimarron recognized an after-tax loss of approximately $500,000 from operations for fiscal 1996 that had previously been deferred against a reserve for discontinued operations.

The sale of Cimarron's assets substantially completes the transformation of Zapata away from the energy business. The Company intends to use the remaining net proceeds from the Energy Industries and Cimarron dispositions for general corporate purposes, which may include further repayment of debt, and for future expansion into the food services industry.

On May 2, 1996, Zapata and Houlihan's Restaurant Group, Inc. ("Houlihan's") announced that they have entered into a letter of intent relating to Zapata's proposed acquisition of Houlihan's for a combination of cash and stock amounting to $8.00 per share. In view of Malcolm I. Glazer's ownership of Zapata and Houlihan's, the letter of intent was negotiated by representatives of special committees of the directors of both Zapata and Houlihan's who are not members of the Glazer family. Zapata's special committee is comprised of Board members Ronald C. Lassiter, Robert V. Leffler, Jr. and W. George Loar. The proposed transaction is subject to the negotiation and execution of a definitive merger agreement and, among other things, approval of the transaction by the directors and stockholders of both companies, compliance with the Hart-Scott-Rodino Antitrust Improvements Act, registration of the Zapata shares issuable in the merger under the Securities Act of 1933 and receipt of a consent from Houlihan's primary lending bank or the refinancing of Houlihan's outstanding bank debt. There can be no assurance that a transaction will be consummated or, if consummated, will be on the terms as proposed.

Zapata also announced that Malcolm Glazer has entered into a standstill agreement with Zapata. Under the standstill agreement, Mr. Glazer has agreed on behalf of himself, his family and entities controlled by him during the term of the standstill agreement not to increase his or their ownership of voting securities in Zapata above 49.9% on either an outstanding or fully diluted share basis, unless, among other things, such increase is approved by a majority of the directors on the Zapata board who are not members of the Glazer family or is in response to a tender offer or other proposal by others to acquire more than 14.9% of Zapata's voting securities.

LIQUIDITY AND CAPITAL RESOURCES

Reflecting the Energy Industries Sale in December 1995, the Company's cash component totaled $88.4 million at March 31, 1996 as compared to $2.5 million at September 30, 1995. Additionally, Zapata's long-term debt of $18.4 million compared favorably to working capital of $107.2 million and stockholders' equity of $155.6 million.

Cash provided from operating activities totaled $4.3 million during the first six months of fiscal 1996 as compared to a $1.1 million use of cash during the corresponding fiscal 1995 period. The improvement in the fiscal 1996 period was primarily attributable to an increased contribution from the Company's marine protein operations. Investing activities provided $100.7 million during the fiscal 1996 period as compared to a $1.0 million use of cash in the fiscal 1995 period. The fiscal

1996 period included the net proceeds generated from the Energy Industries Sale while the fiscal 1995 period included proceeds of $12.7 million from the sale of the Company's remaining shares of Tidewater Inc. ("Tidewater") common stock; the Tidewater stock proceeds were required to be used to partially prepay certain Company indebtedness in April 1995. Financing activities consumed $19.1 million and $4.5 million in the 1996 and 1995 periods, respectively. The increased use of cash in the fiscal 1996 period included a $3.2 million prepayment of indebtedness owing to the Malcolm I. Glazer Trust incurred in connection with the Company's purchase of stock of Envirodyne Industries, Inc. ("Envirodyne"), a $4.8 prepayment of the Company's remaining indebtedness owed to Norex America, Inc. and a $10.0 million repayment of a revolving credit facility for the Company's marine protein division. The fiscal 1995 period included payments totaling $3.9 million for redemption of the Company's preferred stock, an odd-lot common stock repurchase program and dividend payments.

RESULTS OF OPERATIONS

Zapata reported a net loss of $4.0 million for the quarter ended March 31, 1996 as compared to net income of $2.9 million for the quarter ended March 31, 1995. The loss in the fiscal 1996 period was primarily attributable to losses from the Company's discontinued operations totaling $4.1 million. Such loss was comprised of a $3.5 million net loss associated with the sale of the Company's natural gas gathering and processing assets and a $610,000 net loss that included a $300,000 post-closing adjustment and additional expenses associated with the sale of the Company's compression assets in December 1995. The $3.5 million loss included an estimated net loss of approximately $500,000 from the natural gas gathering and processing operations for fiscal 1996 that had previously been deferred against a reserve for discontinued operations. In the second quarter of fiscal 1995, Zapata's discontinued operations generated net income of $217,000.

The Company's net income from continuing operations of $123,000 for the second quarter of fiscal 1996 compared unfavorably to net income from continuing operations of $2.7 million for the second quarter of fiscal 1995. The fiscal 1996 three-month period included a $1.4 million equity loss from Zapata's 31% interest in the net loss of Envirodyne for the three months ended December 31, 1995, while Zapata's fiscal 1995 period results included a $4.8 million pre-tax gain from the sale of the Company's remaining shares of Tidewater common stock. Due primarily to improved operating results from the marine protein division, the Company's operating income of $1.4 million for the three months ended March 31, 1996 compared favorably to an operating loss of $202,000 for the three months ended March 31, 1995.

For the first six months of fiscal 1996, Zapata's net income increased to $10.3 million from $3.7 million for the corresponding fiscal 1995 period due primarily to the $12.6 million after-tax gain from the sale of the Company's compression assets. Revenues of $38.7 million and operating income of $3.8 million for the 1996 period compared to the 1995 period revenues of $44.6 million and operating income of $109,000.

MARINE PROTEIN

Reflecting higher prices for fish meal and fish oil, the marine protein division's operating results improved in the second quarter of fiscal 1996 as compared to the second quarter of fiscal 1995. Revenues of $14.4 million and operating income of $2.0 million for the three-month period ending March 31, 1996 compared to revenues of $20.0 million and operating income of $1.1 million for the corresponding period in fiscal 1995. Although sales volumes of fish oil and fish meal were lower in the current period as compared to the prior-year period, the average price of fish oil increased to $486 per ton in the second quarter of fiscal 1996 from $284 per ton in the fiscal 1995 second quarter and the average price for fish meal improved to $442 per ton in the 1996 period from $354 per ton in the 1995 period.

Similarly, year-to-date revenues of $37.8 million and operating income of $5.0 million for fiscal 1996 compared to revenues of $39.6 million and operating income of $1.8 million for the corresponding fiscal 1995 period.

The price for fish meal generally bears a relationship to prevailing soybean meal prices, while prices for fish oil are usually based on prices for vegetable fats and oils, such as soybean and palm oils. Accordingly, the prices for the Company's products are significantly influenced by worldwide supply and demand relationships over which the Company has no control and tend to fluctuate to a significant extent over the course of a year and from year to year.

OIL AND GAS

In fiscal 1995, the Company sold its U.S. natural gas producing properties. As a result, the Company's only significant remaining oil and gas activity is the production of natural gas through a joint venture in Bolivia in which the Company has a 25% interest. Revenues of $417,000 and operating income of $224,000 in the second quarter of fiscal 1996 compared to revenues of $2.2 million and an operating loss of $192,000 in the comparable fiscal 1995 quarter, which included revenues of $565,000 and operating income of $116,000 from the Bolivian operations. The Company's fiscal 1995 Bolivian operating results were negatively impacted by higher operating expenses.

Year-to-date fiscal 1996 revenues of $893,000 and operating income of $153,000 compared to fiscal 1995 revenues of $5.0 million and operating income of $218,000. The fiscal 1995 results include Bolivian revenues of $1.5 million and operating income of $812,000.

PART II. OTHER INFORMATION

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits:

The exhibits indicated by an asterisk (*) are incorporated by reference.

3(a)* -- Restated Certificate of Incorporation of Zapata filed with Secretary of State of Delaware on May 3, 1994 (Exhibit 3(a) to Current Report on Form 8-K dated April 27, 1994 (File No. 1-4219)).

3(b)* -- Certificate of Designation, Preferences and Rights of $1 Preference Stock (Exhibit 3(c) to Zapata's Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 1993 (File No. 1-4219)).

3(c)* -- Certificate of Designation, Preferences and Rights of $100 Preference Stock (Exhibit 3(d) to Zapata's Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 1993 (File No. 1-4219)).

3(d)* -- By-laws of Zapata, as amended effective November 21, 1995 (Exhibit 3(d) to Zapata's Annual Report on Form 10-K for the fiscal year ended September 30, 1995 (File No. 1-4219)).

10(a)* -- Purchase and Sale Agreement dated March 26, 1996 by and among Cimarron Gas Holding Company, Conoco Inc. and Enogex Products Corporation (Exhibit 2.1 to Zapata's Current Report on Form 8-K dated April 9, 1996 (File No. 1-4219)).

10(b)* -- Amendment and Clarification of Purchase and Sale Agreement, Waiver and Closing Agreement dated April 9, 1996 (Exhibit 2.2 to Zapata's Current Report on Form 8-K dated April 9, 1996 (File No. 1-4219)).

27 -- Financial Data Schedule.

(b) Reports on Form 8-K:

None.

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, thereunto duly authorized.

ZAPATA CORPORATION
(Registrant)

December 23, 1996 By: /s/ Joseph L. von Rosenberg III

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

December 23, 1996 By: /s/ Robert A. Gardiner

(Robert A. Gardiner,
Vice President and Chief Financial
Officer)

EXHIBIT INDEX

NUMBER		EXHIBIT
3(a)*	--	Restated Certificate of Incorporation of Zapata filed with Secretary of State of Delaware on May 3, 1994 (Exhibit 3(a) to Current Report on Form 8-K dated April 27, 1994 (File No. 1-4219)).
3(b)*	--	Certificate of Designation, Preferences and Rights of $1 Preference Stock (Exhibit 3(c) to Zapata's Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 1993 (File No. 1-4219)).
3(c)*	--	Certificate of Designation, Preferences and Rights of $100 Preference Stock (Exhibit 3(d) to Zapata's Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 1993 (File No. 1-4219)).
3(d)*	--	By-laws of Zapata, as amended effective November 21, 1995 (Exhibit 3(d) to Zapata's Annual Report on Form 10-K for the fiscal year ended September 30, 1995 (File No. 1-4219)).
10(a)*	--	Purchase and Sale Agreement dated March 26, 1996 by and among Cimarron Gas Holding Company, Conoco Inc. and Enogex Products Corporation (Exhibit 2.1 to Zapata's Current Report on Form 8-K dated April 9, 1996 (File No. 1-4219)).
10(b)*	--	Amendment and Clarification of Purchase and Sale Agreement, Waiver and Closing Agreement dated April 9, 1996 (Exhibit 2.2 to Zapata's Current Report on Form 8-K dated April 9, 1996 (File No. 1-4219)).
27	--	Financial Data Schedule.

* Incorporated by reference.

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6-MOS
SEP-30-1996
OCT-01-1995
MAR-31-1996
88,386
0
5,360
0
24,223
144,150
76,998
36,579
229,459
36,923
18,406
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7,387
148,188
229,459
38,742
38,742
29,967
34,950
146
0
1,898
2,040
828
745
9,076
0
467
10,288
.35
.35