Aramark Form 4 March 09, 2016

# FORM 4

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

**OMB** Number:

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**OMB APPROVAL** 

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* MEHRA SANJEEV K

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

below)

(Last)

(First)

Aramark [ARMK]

03/07-05:00/2016

Filed(Month/Day/Year)

(Check all applicable)

C/O GOLDMAN, SACHS &

(Middle)

(Zip)

3. Date of Earliest Transaction (Month/Day/Year)

Director Officer (give title

10% Owner Other (specify

CO., 200 WEST STREET

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10282

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(City)

2. Transaction Date (Month/Day/Year)

(State)

(Street)

2A. Deemed Execution Date, if any

(Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Amount

5. Amount of Securities Ownership Beneficially Owned Form: Following Reported Direct (D) Transaction(s) or Indirect (Instr. 3 and 4) (I)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

(A) or (D) Price

(Instr. 4)

Common Stock, par

share

value 03/07-05:00/2016 \$0.01 per

45.0726 (2)(3)

Code V

\$0 1,405,847.8019 I

footnotes (1)(2)(3)(4) (5)

See

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amount of		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative				Securities		(Instr. 5)	Bene
	Derivative				Securities Acquired (A) or			(Instr. 3	and 4)		Own
	Security										Follo
	•										Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3, 4, and 5)						
								Λ.	mount		
									mount		
						Date	Expiration Date	Title N	r Jumber		
						Exercisable		Title Numb			
				C + V	(A) (D)						
			Code V (A) (D)					S	hares		

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

MEHRA SANJEEV K C/O GOLDMAN, SACHS & CO. 200 WEST STREET NEW YORK, NY 10282

### **Signatures**

/s/ Yvette Kosic. Attorney-in-fact

03/09-05:00/2016

\*\*Signature of Reporting Person

## **Explanation of Responses:**

- 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).
- The Reporting Person is a managing director of Goldman, Sachs & Co. ("Goldman Sachs"). Goldman Sachs is a wholly-owned **(1)** subsidiary of The Goldman Sachs Group, Inc. ("GS Group").
  - The 45.0726 shares of common stock, par value \$0.01 per share ("Common Stock") of Aramark (the "Company") represent dividend equivalent rights in connection with a quarterly cash dividend on Common Stock paid by the Company, accrued to the Reporting Person
- (2) on deferred stock units (the "Deferred Shares") that were granted to the Reporting Person in his capacity as a director of the Company, pursuant to the ARAMARK Holdings Corporation 2013 Stock Incentive Plan (the "Plan"). These dividend equivalent rights vest on the same schedules as the underlying Deferred Shares.
- The Deferred Shares will vest on the day prior to the first annual stockholders' meeting of the Company occurring after the grant date, subject to continued service, and, if vested, will be settled in shares of Common Stock on the first day of the seventh month after the date of the Reporting Person's departure from the board. The Reporting Person has an understanding with GS Group pursuant to which he holds such shares for the benefit of GS Group.
- (4) GS Group may be deemed to beneficially own 15,312.8019 shares of Common Stock pursuant to the Plan, consisting of 15,085 Deferred Shares granted to the Reporting Person, and 227.8019 dividend equivalent rights to Deferred Shares accrued to the Reporting Person, each in his capacity as a director of the Company and pursuant to the Plan. Goldman Sachs beneficially owns directly and GS Group may be deemed to beneficially own indirectly 1,390,535 shares of Common Stock, and Goldman Sachs holds open short positions of 696,454

Reporting Owners 2

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shares of Common Stock, each due to exempt transactions.

Each of the Reporting Person, Goldman Sachs and GS Group disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein, if any, and this report shall not be deemed an admission that the Reporting Person or entity, as applicable, is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

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.