SEC Form 4

FORM 4

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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Estimated average burden	
hours per response:	0.5

			2. Issuer Name and Ticker or Trading Symbol <u>Aramark</u> [ARMK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) (Middle) C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/27/2015		Officer (give title below)	Other (specify below)			
			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	lividual or Joint/Group Filing (Check Applicable				
(Street) NEW YORK	NY	10017			Form filed by One Repor Form filed by More than Person	0			
(City)	(State)	(Zip)							

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership	
		(Monthibay) real)	Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock, par value \$0.01 per share ("Common Stock")	05/27/2015		S		7,500,000 ⁽¹⁾⁽²⁾	D	\$ 31.47 ⁽³⁾	6,517,070 ⁽¹⁾⁽²⁾	I	See footnotes ⁽¹⁾⁽²⁾	
Common Stock								9,856.702	D		

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents shares of common stock, par value \$0.01 per share ("Common Stock") of Aramark (the "Issuer") held by Warburg Pincus Private Equity IX, L.P., a Delaware limited partnership ("WP IX"). Warburg Pincus IX GP L.P., a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX. WPP GP LLC, a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX GP LP"), is the general partner of WP IX GP LP", a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX GP LP", a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX GP LP", a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX GP LP", a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX GP LP", a Delaware limited partnership ("WP IX GP LP"), is the general partner of WP IX GP LP", a Delaware limited partnership ("WP IX GP LP"), a company ("WP Partners GP LLC"), is the general partner of WP Partners. Warburg Pincus & Co., a New York general partnership ("WP"), is the managing member of WP Partners GP LLC. Warburg Pincus LLC, a New York limited liability company ("WP LLC"), manages WP IX.

2. David A Barr, the reporting person and a director of the Issuer, is a Partner of WP and a Member and Managing Director of WP LLC. As such, Mr. Barr may be deemed to have an indirect pecuniary interest (within the meaning of Rule 16a-1 under the Securities Exchange Act of 1934, as amended) in an indeterminate portion of the securities reported as beneficially owned by WP IX. Mr. Barr disclaims beneficial ownership of all such securities, except to the extent of any direct pecuniary interest therein.

3. This amount represents the \$31.47 purchase price per share of Common Stock of the Issuer pursuant to that certain Underwriting Agreement, dated as of May 21, 2015, by and among the Issuer, the underwriter identified therein, WP IX and the other selling stockholders identified therein.

Remarks:

/s/ David Barr

05/29/2015

Date

** Signature of Reporting Person

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.