| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| onger subject to ^r Form 5 nue. <i>See</i> |
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| |

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

| | OVAL |
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| OMB Number: | 3235-0287 |
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| | | | | 0 | r Sectio | n 30 | (n) of th | ie inve | estment C | ompany | y Act o | 51 1940 | | | | | | |
|---|--|--|---|------|--|--------------|-----------|--|--|-------------------------------------|---------------------|-------------------------------|---|--|--|--|--|---------------------------|
| | | Reporting Person [*] CHS GROU | | | Issuer I Tama | | | | or Trading | I Symbo | ol | | | | . Relationshi Check all app Direc | | Person(s) to Is | |
| (Last) | (Fi ST STREET | - | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 08/21/2015 | | | | | | | Office below | er (give title w) | Other below) | (specify | | | |
| 200 1110 | JI JIRLLI | | | H | | | | | | | | | | + | | 1 | | |
| (Street) NEW YORK NY 10282 | | | | | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| (City) | (SI | ate) | (Zip) | - | | | | | | | | | | | X Pers | | | oning |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) | | Date | 2A. Deemed Execution Date, if any (Month/Day/Year) | | · | Code (Instr. | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, | | 3, 4 and 5) Sec Bei Ow Rej | | Secu Sene Dwne Repo | nount of rities ficially ed Following rted | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | | | | Code V | | Amount | | (A) or (D) Price | | т (| Transaction(s) (Instr. 3 and 4) | | | | |
| Common per share | Stock, par | value \$0.01 | 08/21/2015 | | | | S | | 8,725,7 | 22 ⁽²⁾ | D | \$32.3 9 | | 98, | 084.4154 | 84.4154 I See footnot (4)(5)(6) | | otes ⁽¹⁾⁽²⁾⁽³⁾ |
| | | Т | able II - Deriva (e.g., p | | | | | | ed, Disp otions, (| | | | | | y Owned | | | |
| 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) | | saction e (Instr. | ction of E | | e (M | Date Exercisable and piration Date ionth/Day/Year) Date Security Derivati Security and 4) | | | nt of ties ying tive | tr. 3 | 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 | e V | (A | .) (D) | Da | ate cercisable | Expira Date | ation | Title | Amou or Numi of Share | ber | | | | |
| | | Reporting Person [*] | | | ┓ | | | | | | | J | 1 | | | 1 | | |
| | | | | | _ | | | | | | | | | | | | | |
| (Last) 200 WES | ST STREET | (First) | (Middle) | | | | | | | | | | | | | | | |
| (Street) NEW YC | ORK | NY | 10282 | | | | | | | | | | | | | | | |
| (City) | | (State) | (Zip) | | | | | | | | | | | | | | | |
| | | Reporting Person [*] | r | | | | | | | | | | | | | | | |
| (Last) 200 WES | ST STREET | (First) | (Middle) | | | | | | | | | | | | | | | |
| (Street) NEW YC | ORK | NY | 10282 | | | | | | | | | | | | | | | |
| (City) | | (State) | (Zip) | | | | | | | | | | | | | | | |
| | | Reporting Person [*] ARTNERS V | <u>FUND, L.P.</u> | | | | | | | | | | | | | | | |
| (Last) 200 WES | ST STREET | (First) | (Middle) | | | | | | | | | | | | | | | |

(Street)

| NEW YORK | NY | 10282 | | | | |
|--|---|-------------------------|--|--|--|--|
| (City) | (State) | (Zip) | | | | |
| 1. Name and Address of Reporting Person [*] <u>GS CAPITAL PARTNERS V OFFSHORE</u> <u>FUND, L.P.</u> | | | | | | |
| (Last) 200 WEST STREE | (First) T | (Middle) | | | | |
| (Street) NEW YORK | NY | 10282 | | | | |
| (City) | (State) | (Zip) | | | | |
| | 1. Name and Address of Reporting Person [*] <u>GS CAPITAL PARTNERS V INSTITUTIONAL</u> , <u>L.P.</u> | | | | | |
| (Last) 200 WEST STREE | (First) T | (Middle) | | | | |
| (Street) NEW YORK | NY | 10282 | | | | |
| (City) | (State) | (Zip) | | | | |
| 1. Name and Address o <u>GS CAPITAL P</u> | f Reporting Person [*] ARTNERS V GI | <u>MBH & CO. KG</u> | | | | |
| (Last) 200 WEST STREE | (First) T | (Middle) | | | | |
| (Street) NEW YORK | NY | 10282 | | | | |
| (City) | (State) | (Zip) | | | | |
| 1. Name and Address o <u>GSCP V ADVI</u> | | | | | | |
| (Last) 200 WEST STREE | (First) T | (Middle) | | | | |
| (Street) NEW YORK | NY | 10282 | | | | |
| (City) | (State) | (Zip) | | | | |
| 1. Name and Address o <u>GSCP V OFFS</u> | f Reporting Person [*] HORE ADVISO | <u>RS, L.L.C.</u> | | | | |
| (Last) 200 WEST STREE | (First) T | (Middle) | | | | |
| (Street) NEW YORK | NY | 10282 | | | | |
| (City) | (State) | (Zip) | | | | |
| 1. Name and Address on GS ADVISORS | | | | | | |
| (Last) 200 WEST STREE | (First) T | (Middle) | | | | |
| (Street) NEW YORK | NY | 10282 | | | | |

| (City) | (State) | (Zip) |
|---|--|----------|
| 1. Name and Address of <u>GOLDMAN, S</u> <u>GMBH</u> | of Reporting Person [*] ACHS MANAG | EMENT GP |
| (Last) 200 WEST STREE | (Middle) | |
| (Street) NEW YORK | NY | 10282 |
| (City) | (State) | (Zip) |

Explanation of Responses:

1. This statement is being filed by The Goldman Sachs Group, Inc. ("GS Group"), Goldman, Sachs & Co. ("Goldman Sachs"), GSCP V Advisors, L.L.C. ("GSCP V Advisors"), GSCP V Offshore Advisors, L.L.C. ("GSCP V Offshore Advisors"), GS Advisors V, L.L.C. ("GS Advisors V"), Goldman, Sachs & Co. ("Goldman Sachs"), GSCP V Advisors, L.L.C. ("GSCP V Advisors"), GS Capital Partners V Grifshore Advisors"), GS Capital Partners V Fund, L.P. ("GS Capital Partners V Institutional, L.P. ("GS V Institutional"), GS Capital Partners V Offshore Fund, L.P. ("GS V Offshore," and, together with GS Capital V, GS Germany V and GS V Institutional, the "Funds"). GS Group, Goldman Sachs, GSCP V Advisors, GSCP V Offshore Advisors, GS Advisors V, GS GmbH and the Funds are defined collectively, as the "Reporting Persons".

2. In connection with the public offering of common stock, par value \$0.01 per share (the "Common Stock") of Aramark (the "Company") by certain selling stockholders pursuant to an Underwriting Agreement, final prospectus supplement and Share Repurchase Agreement, each dated August 17, 2015, the Funds, as selling stockholders, sold 8,725,722 shares of Common Stock of the Company at \$32.30 per share. Affiliates of Goldman Sachs and GS Group are the general partner, managing general partner, managing partner, managing member or member of the Funds. Goldman Sachs is the investment manager of certain of the Funds.

3. GS Group may be deemed to beneficially own 10,284.4154 shares of Common Stock pursuant to the ARAMARK Holdings Corporation 2013 Stock Incentive Plan (the "Plan"), consisting of 10,159 deferred stock units (the "Deferred Shares") granted to Sanjeev K. Mehra, a managing director of Goldman Sachs, and 125.4154 dividend equivalent rights to Deferred Shares accrued to Mr. Mehra, each in his capacity as a director of the Company and pursuant to the Plan. The 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 Mr. Mehra's departure from the board. Mr. Mehra has an understanding with GS Group pursuant to which he holds such shares for the benefit of GS Group.

4. Goldman Sachs beneficially owns directly and GS Group may be deemed to beneficially own indirectly 87,800 shares of Common Stock, due to exempt transactions.

5. Each of the Reporting Persons and Mr. Mehra disclaims beneficial ownership of the securities reported herein except to the extent of its or his pecuniary interest therein, if any, and this report shall not be deemed an admission that the Reporting Persons or individual, 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.

6. As of August 21, 2015, the Reporting Persons are no longer beneficial owners of more than 10% of the Common Stock of the Company.

Remarks:

| <u>/s/ Kevin P. Treanor, Attorney- in-fact</u> | <u>08/25/2015</u> |
|--|-------------------|
| <u>/s/ Kevin P. Treanor, Attorney- in-fact</u> | <u>08/25/2015</u> |
| <u>/s/ Kevin P. Treanor, Attorney- in-fact</u> | <u>08/25/2015</u> |
| <u>/s/ Kevin P. Treanor, Attorney- in-fact</u> | <u>08/25/2015</u> |
| <u>/s/ Kevin P. Treanor, Attorney- in-fact</u> | <u>08/25/2015</u> |
| <u>/s/ Kevin P. Treanor, Attorney- in-fact</u> | <u>08/25/2015</u> |
| <u>/s/ Kevin P. Treanor, Attorney- in-fact</u> | <u>08/25/2015</u> |
| <u>/s/ Kevin P. Treanor, Attorney- in-fact</u> | <u>08/25/2015</u> |
| <u>/s/ Kevin P. Treanor, Attorney- in-fact</u> | <u>08/25/2015</u> |
| <u>/s/ Kevin P. Treanor, Attorney- in-fact</u> | <u>08/25/2015</u> |
| ** Signature of Penorting Person | Date |

** Signature of Reporting Person Date

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.