UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 1) *

Aramark
(Name of Issuer)
Common Stock, Par Value \$0.01 per share
(Title of Class of Securities)
03852U106
(Cusip Number)
December 31, 2021
(Date of Event which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
□ Rule 13d-1(b) S Rule 13d-1(c) □ Rule 13d-1(d)
* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.
The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).
(Continued on following pages) Page 1 of 34 Pages Exhibit Index Found on Page 33

	NAMES OF I	NAMES OF REPORTING PERSONS					
1	Farallon Cani	arallon Capital Partners, L.P.					
			MATE BOX IF A MEMBER OF A GROUP (See Instructions)				
			(a) []				
2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
			in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page,				
			however, is a beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	LY					
_	CITIZENSHI	P OR PLAC	CE OF ORGANIZATION				
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		HE AGGRI	EGATE AMOUNT IN ROW (9) EXCLUDES				
10	CERTAIN SH	IARES (See					
10			[]				
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11	0.4%						
4.5	TYPE OF RE	PORTING	PERSON (See Instructions)				
12	PN						
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4	NAMES OF F	NAMES OF REPORTING PERSONS					
1 Farallon Capital Institutional Partners, L.P.							
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
			(a) []				
2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
_			in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page,				
			however, is a beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	LY					
	CITIZENSHI	P OR PLAC	CE OF ORGANIZATION				
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	California		SOLE VOTING POWER				
		5	SOLE VOTING FOWER				
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	_		SOLE DISPOSITIVE POWER				
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	TTH	8	SHARED DISPOSITIVE POWER				
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10	CLICITAIN	TIKES (See					
11	PERCENT O	F CLASS R	EPRESENTED BY AMOUNT IN ROW (9)				
11	0.5%						
		PORTING	PERSON (See Instructions)				
12							
	PN						

4	NAMES OF REPORTING PERSONS							
1	Farallon Cap	Farallon Capital Institutional Partners II, L.P.						
			IATE BOX IF A MEMBER OF A GROUP (See Instructions)					
			(a) []					
2		ن.	(b) [X]** The reporting persons making this filing hold an aggregate of 17.962.483 Shares (as defined					
2		•	** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page,					
			however, is a beneficial owner only of the securities reported by it on this cover page.					
3	SEC USE ON	LY						
	CITIZENSHI	P OR PLAC	E OF ORGANIZATION					
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	ED BY	6	281,000					
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	ITH	0	SHARED DISPOSITIVE POWER					
		8	281,000					
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11	0.1%							
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4	NAMES OF R	NAMES OF REPORTING PERSONS						
1	Farallon Capit	Farallon Capital Institutional Partners III, L.P.						
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
			(a) []					
2			(b) [X]** ** The venewting persons making this filing held an aggregate of 17 062 492 Shares (as defined					
			** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page,					
			however, is a beneficial owner only of the securities reported by it on this cover page.					
3	SEC USE ONI	Y						
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4	CITIZENSHIE	OR PLA	CE OF ORGANIZATION					
4	Delaware							
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			137,600					
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10	CERTAIN SHA	ARES (See						
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	0.1%	PORTING	PERSON (See Instructions)					
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1	NAMES OF R	NAMES OF REPORTING PERSONS						
1	Four Crossings	Four Crossings Institutional Partners V, L.P.						
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
			(a) []					
2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined					
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3	SEC USE ONL	Υ						
	CITIZENSHIP	OR PLA	CE OF ORGANIZATION					
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-	Delaware		COLE VOTING POLITIP					
		5	SOLE VOTING POWER					
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	_		SOLE DISPOSITIVE POWER					
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	ITH	8	SHARED DISPOSITIVE POWER					
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9								
	193,200	IE ACCDI	COMPE AMOUNTE IN DOMESON EVOLVINES					
10		CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)						
10		([]					
11	PERCENT OF	CLASS R	EPRESENTED BY AMOUNT IN ROW (9)					
11	0.1%							
4.0	TYPE OF REP	ORTING	PERSON (See Instructions)					
12	DN							
	PN							

4	NAMES OF F	NAMES OF REPORTING PERSONS					
1	Farallon Capi	tal Offshor	e Investors II, L.P.				
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
2			(a) []				
	SEC USE ON	LY	nowever, is a beneficial owner only of the securities reported by it on this cover page.				
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4	CITIZENSHI	P OR PLA	CE OF ORGANIZATION				
4	Cayman Islan	ds					
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	ITH	8	SHARED DISPOSITIVE POWER				
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9	AGGREGAT	E AMOUN'	F BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	3,035,547						
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10	CERTAIN SH						
10		,	· []				
11	PERCENT O	F CLASS R	EPRESENTED BY AMOUNT IN ROW (9)				
11	1.2%						
	TYPE OF RE	PORTING	PERSON (See Instructions)				
12							
	PN						

	NAMES OF REPORTING PERSONS						
1	Farallon Capital F5 Master I, L.P.						
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
2			(a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
_			in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ONL	Υ					
	CITIZENSHIP	OR PLA	CE OF ORGANIZATION				
4	Cayman Island	ls					
			SOLE VOTING POWER				
NUME	BER OF	5	-0-				
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Own	<u>—</u>		477,187				
EA	ACH	7	SOLE DISPOSITIVE POWER				
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	ITH	8	SHARED DISPOSITIVE POWER				
			477,187				
	AGGREGATE	AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	477,187						
			EGATE AMOUNT IN ROW (9) EXCLUDES				
10	CERTAIN SHA	ARES (See	e Instructions)				
11	PERCENT OF	CLASS F	REPRESENTED BY AMOUNT IN ROW (9)				
<u>11</u>	0.2%						
17	TYPE OF REP	ORTING	PERSON (See Instructions)				
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Page 8 of 34 Pages

4	NAMES OF R	NAMES OF REPORTING PERSONS						
1	Farallon Capit	Farallon Capital (AM) Investors, L.P.						
			HATE BOX IF A MEMBER OF A GROUP (See Instructions)					
			(a) [] (b) [X]**					
2		:	** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined					
			in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.					
3	SEC USE ONI	L Y						
	CITIZENSHII	OR PLAC	CE OF ORGANIZATION					
4	Delaware							
			SOLE VOTING POWER					
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11	0.0%							
4.0		PORTING	PERSON (See Instructions)					
12	PN							

	NAMES OF REPORTING PERSONS						
1	Farallon Equit	Farallon Equity Partners Master, L.P.					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)						
			(a) []				
2		:	(b) [X]** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
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3	SEC USE ONI	LY					
l 	CITIZENSHII	OR PLAC	CE OF ORGANIZATION				
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ļ	Cayman Island	ds	COLE VOTING POLITIC				
		5	SOLE VOTING POWER				
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	_		SOLE DISPOSITIVE POWER				
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		O	11,518,849				
	AGGREGATE	E AMOUNT	F BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	11,518,849						
l		IE AGGRE	EGATE AMOUNT IN ROW (9) EXCLUDES				
10		CERTAIN SHARES (See Instructions)					
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ļ 	4.5%	ODTING	DED CON (Con Instructions)				
12	I IPE OF REI	OKIING .	PERSON (See Instructions)				
16	PN						

Page 10 of 34 Pages

	NAMES OF R	NAMES OF REPORTING PERSONS					
1 Farallon Partners, L.L.C.							
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
			(a) []				
2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
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3	SEC USE ON	LY					
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4	Delaware						
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10	CERTAIN SH	ARES (See					
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11	6.8%						
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12	00						
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Page 11 of 34 Pages

1	NAMES OF	NAMES OF REPORTING PERSONS					
1	Farallon Inst	Farallon Institutional (GP) V, L.L.C.					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)						
			(a) []				
2		,	(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
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3	SEC USE ON	NLY					
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1	NAMES OF REPORTING PERSONS					
1	Farallon F5 (GP), L.L.C.					
			IATE BOX IF A MEMBER OF A GROUP (See Instructions)			
			(a) []			
2		,	(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined			
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3	SEC USE ON	LY				
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	NAMES OF E	PEPORTIN	G PERSONS				
1	NAMES OF REPORTING PERSONS						
-	Farallon Equity Partners (GP), L.L.C.						
	CHECK THE	APPROPR	RIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
			(a) []				
۱ ,			(b) [X]** The reporting persons making this filing held an aggregate of 17.062.492 Shares (as defined)				
2			The reporting persons making this ining hold an aggregate of 17,502,403 Shares (as defined				
			in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.				
			nowever, is a beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	LY					
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	11,518,849						
			EGATE AMOUNT IN ROW (9) EXCLUDES				
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12	TIFE OF KE	FORTING	1 LKOON (See Instructions)				

Page 14 of 34 Pages

	NAMES OF REPORTING PERSONS						
1	Philip D. Dreyfuss						
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
			(a) []				
2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
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3	SEC USE ONI	Ĺ Y					
_	CITIZENSHII	P OR PLAC	CE OF ORGANIZATION				
4	United States						
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SHARES BE	ENEFICIALLY	6	SHARED VOTING POWER				
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9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
9	17,962,483						
		HE AGGRI	EGATE AMOUNT IN ROW (9) EXCLUDES				
10	CERTAIN SH	ARES (See					
	[]						
	PERCENT OF	CLASS R	EPRESENTED BY AMOUNT IN ROW (9)				
11	7.0%						
		PORTING	PERSON (See Instructions)				
12							
	IN						

Page 15 of 34 Pages

	NAMES OF REPORTING PERSONS						
1	Michael B. Fisch						
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
			(a) []				
2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
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3	SEC USE ONI	L Y					
	CITIZENSHII	OR PLA	CE OF ORGANIZATION				
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l 	United States		SOLE VOTING POWER				
		5	SOLE VOTING FOWER				
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	ED BY	6	17,962,483				
	_	7	SOLE DISPOSITIVE POWER				
E.F	ACH						
REPORTIN	NG PERSON -		-0-				
w	TTH	8	SHARED DISPOSITIVE POWER				
		U	17,962,483				
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
9	17.000.400						
l	17,962,483	IE ACCDI	EGATE AMOUNT IN ROW (9) EXCLUDES				
10	CERTAIN SH						
10							
	PERCENT OF	CLASS R	EPRESENTED BY AMOUNT IN ROW (9)				
11	7.00/						
	7.0%	PORTING	PERSON (See Instructions)				
12	TILE OF KEI	DRIING	LEROOT (occ monucuono)				
14	IN						

Page 16 of 34 Pages

4	NAMES OF REPORTING PERSONS						
1	Richard B. Fried						
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
			(a) []				
2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
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3	SEC USE ONI	LY					
	CITIZENSHII	OR PLA	CE OF ORGANIZATION				
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Page 17 of 34 Pages

	NAMES OF REPORTING PERSONS						
1	Varun N. Gehani						
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
			(a) []				
2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
_			in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page,				
			however, is a beneficial owner only of the securities reported by it on this cover page.				
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Page 18 of 34 Pages

	NAMES OF R	NAMES OF REPORTING PERSONS				
1	Nicolas Giauque					
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)			
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۱ ,			(b) [X]** ** The reporting persons making this filing held an aggregate of 17.062.492 Shares (as defined			
2			** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page,			
			however, is a beneficial owner only of the securities reported by it on this cover page.			
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Page 19 of 34 Pages

1	NAMES OF REPORTING PERSONS					
1	David T. Kim					
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2			(a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined			
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	NAMES OF REPORTING PERSONS					
1	Michael G. Linn					
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)			
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2			(b) [X]** The reporting persons making this filing held an aggregate of 17.062.492 Shares (as defined			
2			** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.			
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1	Rajiv A. Patel						
		APPROPR	RIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
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2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
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2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined			
۷			in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.			
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	NAMES OF REPORTING PERSONS						
1	William Seybold						
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	NAMES OF REPORTING PERSONS							
1	Andrew J. M. Spokes							
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2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined					
			in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.					
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2			(a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined				
_			in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.				
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4	NAMES OF REPORTING PERSONS							
1	Mark C. Wehrly							
			RIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
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2			(b) [X]** ** The reporting persons making this filing hold an aggregate of 17,962,483 Shares (as defined in Item 2), which is 7.0% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.					
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This Amendment No. 1 to Schedule 13G amends and restates in its entirety the Schedule 13G initially filed on August 17, 2021 (together with all prior and current amendments thereto, this "Schedule 13G").

<u>Item 1</u>. <u>Issuer</u>

(a) <u>Name of Issuer:</u>

Aramark (the "Company")

(b) <u>Address of Issuer's Principal Executive Offices</u>:

2400 Market Street Philadelphia, PA 19103

<u>Item 2</u>. <u>Identity and Background</u>

Title of Class of Securities and CUSIP Number (Items 2(d) and (e))

This statement relates to shares of Common Stock, par value \$0.01 per share (the "Shares"), of the Company. The CUSIP number for Shares is 03852U106.

Name of Persons Filing, Address of Principal Business Office and Citizenship (Items 2(a), (b) and (c))

This statement is filed by the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons".

The Farallon Funds

- (i) Farallon Capital Partners, L.P., a California limited partnership ("<u>FCP</u>"), with respect to the Shares held by it:
- (ii) Farallon Capital Institutional Partners, L.P., a California limited partnership ("<u>FCIP</u>"), with respect to the Shares held by it;
- (iii) Farallon Capital Institutional Partners II, L.P., a California limited partnership ("<u>FCIP II</u>"), with respect to the Shares held by it;
- (iv) Farallon Capital Institutional Partners III, L.P., a Delaware limited partnership ("<u>FCIP III</u>"), with respect to the Shares held by it;
- (v) Four Crossings Institutional Partners V, L.P., a Delaware limited partnership ("<u>FCIP V</u>"), with respect to the Shares held by it;
- (vi) Farallon Capital Offshore Investors II, L.P., a Cayman Islands exempted limited partnership ("FCOI II"), with respect to the Shares held by it;
- (vii) Farallon Capital F5 Master I, L.P., a Cayman Islands exempted limited partnership ("<u>F5MI</u>"), with respect to the Shares held by it; and

- (viii) Farallon Capital (AM) Investors, L.P., a Delaware limited partnership ("<u>FCAMI</u>"), with respect to the Shares held by it.
- (ix) Farallon Equity Partners Master, L.P., a Cayman Islands exempted limited partnership ("<u>FEPM</u>"), with respect to the Shares held by it.

FCP, FCIP, FCIP II, FCIP III, FCIP V, FCOI II, F5MI, FCAMI and FEPM are together referred to herein as the "Farallon Funds."

The Farallon General Partner

(x) Farallon Partners, L.L.C., a Delaware limited liability company (the "<u>Farallon General Partner</u>"), which is (i) the general partner of each of FCP, FCIP, FCIP II, FCIP III, FCOI II and FCAMI, and (ii) the sole member of each of the FCIP V General Partner and the FEPM General Partner (each as defined below), with respect to the Shares held by each of the Farallon Funds other than F5MI.

The FCIP V General Partner

(xi) Farallon Institutional (GP) V, L.L.C., a Delaware limited liability company (the "<u>FCIP V General</u> <u>Partner</u>"), which is the general partner of FCIP V, with respect to the Shares held by FCIP V.

The F5MI General Partner

(xii) Farallon F5 (GP), L.L.C., a Delaware limited liability company (the "<u>F5MI General Partner</u>"), which is the general partner of F5MI, with respect to the Shares held by F5MI.

The FEPM General Partner

(xiii) Farallon Equity Partners (GP), L.L.C., a Delaware limited liability company (the "<u>FEPM General</u> <u>Partner</u>"), which is the general partner of FEPM, with respect to the Shares help by FEPM.

The Farallon Individual Reporting Persons

(xiv) The following persons, each of whom is a managing member or senior managing member, as the case may be, of the Farallon General Partner, and a manager or senior manager, as the case may be, of the FCIP V General Partner, the F5MI General Partner and the FEPM General Partner, with respect to the Shares held by the Farallon Funds: Philip D. Dreyfuss ("<u>Dreyfuss</u>"); Michael B. Fisch ("<u>Fisch</u>"); Richard B. Fried ("<u>Fried</u>"); Varun N. Gehani ("<u>Gehani</u>"); Nicolas Giauque ("<u>Giauque</u>"); David T. Kim ("<u>Kim</u>"); Michael G. Linn ("<u>Linn</u>"); Rajiv A. Patel ("<u>Patel</u>"); Thomas G. Roberts, Jr. ("<u>Roberts</u>"); William Seybold ("<u>Seybold</u>"); Andrew J. M. Spokes ("<u>Spokes</u>"); John R. Warren ("<u>Warren</u>"); and Mark C. Wehrly ("<u>Wehrly</u>").

Dreyfuss, Fisch, Fried, Gehani, Giauque, Kim, Linn, Patel, Roberts, Seybold, Spokes, Warren and Wehrly are together referred to herein as the "<u>Farallon Individual Reporting Persons</u>."

The citizenship of each of the Farallon Funds, the Farallon General Partner, the FCIP V General Partner, the F5MI General Partner and the FEPM General Partner is set forth above. Each of the Farallon Individual Reporting Persons, other than Giauque and Spokes, is a citizen of the United States. Giauque is a citizen of France. Spokes is a citizen of the United Kingdom. The address of the principal business office of each of the Reporting Persons is c/o Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 2100, San Francisco, California 94111.

Item 3. If This Statement Is Filed Pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing Is an Entity Specified in (a) - (k):

Not applicable.

<u>Item 4</u>. <u>Ownership</u>

The information required by Items 4(a) - (c) and set forth in Rows 5 through 11 of the cover page for each Reporting Person is incorporated herein by reference for each such Reporting Person.

The Shares reported hereby for the respective Farallon Funds are held directly by the respective Farallon Funds. The Farallon General Partner, as the general partner of each of FCP, FCIP, FCIP III, FCIP III, FCOI II and FCAMI, and as the sole member of each of the FCIP V General Partner and the FEPM General Partner, may be deemed to be a beneficial owner of such Shares held by the Farallon Funds other than F5MI. The FCIP V General Partner, as the general partner of FCIP V, may be deemed to be a beneficial owner of such Shares held by FCIP V. The F5MI General Partner, as the general partner of F5MI, may be deemed to be a beneficial owner of such Shares held by F5MI. The FEPM General Partner, as the general partner of FEPM, may be deemed to be a beneficial owner of such Shares held by FEPM. Each of the Farallon Individual Reporting Persons, as a managing member or senior managing member, as the case may be, of the Farallon General Partner, and as a manager or senior manager, as the case may be, of the FCIP V General Partner, the F5MI General Partner and the FEPM General Partner, in each case with the power to exercise investment discretion, may be deemed to be a beneficial owner of such Shares held by the Farallon Funds. Each of the Farallon General Partner, the FCIP V General Partner, the F5MI General Partner, the FEPM General Partner, the FAMI General Partner, the FEPM General Partner and the Farallon Individual Reporting Persons hereby disclaims any beneficial ownership of any such Shares.

<u>Item 5</u>. <u>Ownership of Five Percent or Less of a Class</u>

If this statement is being filed to report the fact that as of the date hereof each of the Reporting Persons has ceased to be a beneficial owner of more than five percent of the class of securities, check the following:

<u>Item 6.</u> <u>Ownership of More than Five Percent on Behalf of Another Person</u>

Not applicable.

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<u>Item 7.</u> <u>Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person</u>

Not applicable.

<u>Item 8</u>. <u>Identification and Classification of Members of the Group</u>

The Reporting Persons are filing this Schedule 13G pursuant to Section 240.13d-1(c). Consistent with Item 2 of the cover page for each Reporting Person above, the Reporting Persons neither disclaim nor affirm the existence of a group among them.

<u>Item 9</u>. <u>Notice of Dissolution of Group</u>

Not applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: February 8, 2022

/s/ Michael B. Fisch

FARALLON PARTNERS, L.L.C.,

On its own behalf and

As the General Partner of

FARALLON CAPITAL PARTNERS, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P.,

FARALLON CAPITAL OFFSHORE INVESTORS II, L.P., and

FARALLON CAPITAL (AM) INVESTORS, L.P.

By: Michael B. Fisch, Managing Member

/s/ Michael B. Fisch

FARALLON INSTITUTIONAL (GP) V, L.L.C.,

On its own behalf and

As the General Partner of

FOUR CROSSINGS INSTITUTIONAL PARTNERS V, L.P.

By: Michael B. Fisch, Manager

/s/ Michael B. Fisch

FARALLON F5 (GP), L.L.C.,

On its own behalf and

As the General Partner of

FARALLON CAPITAL F5 MASTER I. L.P.

By: Michael B. Fisch, Manager

/s/ Michael B. Fisch

FARALLON EQUITY PARTNERS (GP), L.L.C.,

On its own behalf and

As the General Partner of

FARALLON EQUITY PARTNERS MASTER, L.P.

By: Michael B. Fisch, Manager

/s/ Michael B. Fisch

Michael B. Fisch, individually and as attorney-in-fact for each of Philip D. Dreyfuss, Richard B. Fried, Varun N. Gehani, Nicolas Giauque, David T. Kim, Michael G. Linn, Rajiv A. Patel, Thomas G. Roberts, Jr., William Seybold, Andrew J. M. Spokes, John R. Warren and Mark C. Wehrly

The Powers of Attorney executed by each of Dreyfuss, Fried, Kim, Linn, Patel, Roberts, Seybold, Spokes, Warren and Wehrly authorizing Fisch to sign and file this Schedule 13G on his behalf, which were filed as exhibits to the Schedule 13G filed with the Securities and Exchange Commission on February 13, 2020 by such Reporting Persons with respect to the Common Stock of Broadmark Realty Capital Inc., are hereby incorporated by reference. The Power of Attorney executed by Gehani authorizing Fisch to sign and file this Schedule 13G on his behalf, which was filed as an exhibit to the Schedule 13G filed with the Securities and Exchange Commission on January 26, 2022 by such Reporting Person with respect to the Class A Common Stock of Berenson Acquisition Corp. I, is hereby incorporated by reference. The Power of Attorney executed by Giauque authorizing Fisch to sign and file this Schedule 13G on his behalf, which was filed as an exhibit to the Schedule 13G filed with the Securities and Exchange Commission on August 12, 2021 by such Reporting Person with respect to the Class A Ordinary Shares of Metals Acquisition Corp, is hereby incorporated by reference.

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Joint Acquisition Statement Pursuant to Section 240.13d-1(k)

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JOINT ACQUISITION STATEMENT PURSUANT TO SECTION 240.13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or it knows or has reason to believe that such information is inaccurate.

Dated: February 8, 2022

/s/ Michael B. Fisch

FARALLON PARTNERS, L.L.C.,

On its own behalf and

As the General Partner of

FARALLON CAPITAL PARTNERS, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P.,

FARALLON CAPITAL OFFSHORE INVESTORS II, L.P., and

FARALLON CAPITAL (AM) INVESTORS, L.P.

By: Michael B. Fisch, Managing Member

/s/ Michael B. Fisch

FARALLON INSTITUTIONAL (GP) V, L.L.C.,

On its own behalf and

As the General Partner of

FOUR CROSSINGS INSTITUTIONAL PARTNERS V, L.P.

By: Michael B. Fisch, Manager

/s/ Michael B. Fisch

FARALLON F5 (GP), L.L.C.,

On its own behalf and

As the General Partner of

FARALLON CAPITAL F5 MASTER I, L.P.

By: Michael B. Fisch, Manager

/s/ Michael B. Fisch

FARALLON EQUITY PARTNERS (GP), L.L.C.,

On its own behalf and

As the General Partner of

FARALLON EQUITY PARTNERS MASTER, L.P.

By: Michael B. Fisch, Manager

/s/ Michael B. Fisch

Michael B. Fisch, individually and as attorney-in-fact for each of Philip D. Dreyfuss, Richard B. Fried, Varun N. Gehani, Nicolas Giauque, David T. Kim, Michael G. Linn, Rajiv A. Patel, Thomas G. Roberts, Jr., William Seybold, Andrew J. M. Spokes, John R. Warren and Mark C. Wehrly