

Aramark
Form 4
November 20, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES

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. Name and Address of Reporting Person *
SUTHERLAND L FREDERICK

(Last) (First) (Middle)

C/O ARAMARK, 1101 MARKET STREET

(Street)

PHILADELPHIA, PA 19107

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Aramark [ARMK]

3. Date of Earliest Transaction (Month/Day/Year)
11/18/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

Exec Vice President, CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/18/2014 ⁽¹⁾		A		12,206.2854 ⁽²⁾	A	\$ 0
Common Stock					664,670.0868	D	
Common Stock					325,000	I	See footnote ⁽³⁾
Common Stock					235,000	I	By Spouse

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

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displays a currently valid OMB control number.

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 11.63	11/18/2014 ⁽⁴⁾		A	31,250	⁽⁵⁾ 06/22/2021	Common Stock	31,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SUTHERLAND L FREDERICK C/O ARAMARK 1101 MARKET STREET PHILADELPHIA, PA 19107			Exec Vice President, CFO	

Signatures

/s/ Megan Timmins, as Attorney-in-fact
Date: 11/20/2014

**Signature of Reporting Person

Date

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).
- (1) The date of the transaction represents the date on which the financial performance criteria of a previously granted performance stock unit award were determined to have been satisfied.
- Represents the number of underlying shares of common stock determined to have been earned on a previously granted performance stock unit award based upon the satisfaction of certain fiscal 2014 financial performance criteria of such award. Also includes dividend equivalents accrued on such award since the date of grant calculated based upon the number of underlying shares of common stock earned. The performance stock unit award is now subject only to time-based vesting, and will vest in equal annual installments on each of December 20, 2014, 2015 and 2016.
- (2) These shares of common stock are held by a family limited liability company for which Mr. Sutherland serves as a manager.
- (3) On June 22, 2011, the Reporting Person was granted stock options, subject to time-based and performance-based vesting. On November 18, 2014, it was determined that the performance criteria in respect of fiscal year 2014 were satisfied, and an additional 31,250 stock

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options will now vest on June 22, 2015.

- (5) Of the 250,000 stock options reported herein, 62,500 vested on June 22, 2012; 31,250 vested on June 22, 2013; 62,500 vested on June 22, 2014; 31,250 vested based on Issuer's achievement of stock price criteria during fiscal 2014 and 62,500 will vest on June 22, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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