

Aramark
Form SC 13G/A
February 16, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G
(Amendment No: 2)*
Under the Securities Exchange Act of 1934

Aramark

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

03852U106

(CUSIP Number)

December 31, 2015

(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)

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 disclosures provided in a prior cover page.

The information required on 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).

1 Name of reporting persons

J.P. Morgan Partners (BHCA), L.P.

13-3371826

2 Check the appropriate box if a member of a group

(a) (b)

3 SEC use only

4 Citizenship or place of organization

Delaware

5 Sole voting power

Number of

shares 0 shares of common stock
6 Shared voting power

beneficially

owned by n/a
each 7 Sole dispositive power

reporting

person 0 shares of common stock
8 Shared dispositive power

with

n/a

9 Aggregate amount beneficially owned by each reporting person

0 shares of common stock

10 Check box if the aggregate amount in Row (9) excludes certain shares

..

11 Percent of class represented by amount in Row 9

0.00%

12 Type of reporting person

PN

1 Name of reporting persons

J.P. Morgan Partners Global Investors, L.P.

13-4197054

2 Check the appropriate box if a member of a group

(a) (b)

3 SEC use only

4 Citizenship or place of organization

Delaware

5 Sole voting power

Number of

shares 0 shares of common stock
6 Shared voting power

beneficially

owned by n/a
each 7 Sole dispositive power

reporting

person 0 shares of common stock
8 Shared dispositive power

with

n/a

9 Aggregate amount beneficially owned by each reporting person

0 shares of common stock

10 Check box if the aggregate amount in Row (9) excludes certain shares

..

11 Percent of class represented by amount in Row 9

0.00%

12 Type of reporting person

PN

1 Name of reporting persons

J.P. Morgan Partners Global Investors A, L.P.

26-0032493

2 Check the appropriate box if a member of a group

(a) (b)

3 SEC use only

4 Citizenship or place of organization

Delaware

5 Sole voting power

Number of

shares 0 shares of common stock
6 Shared voting power

beneficially

owned by n/a
each 7 Sole dispositive power

reporting

person 0 shares of common stock
8 Shared dispositive power

with

n/a

9 Aggregate amount beneficially owned by each reporting person

0 shares of common stock

10 Check box if the aggregate amount in Row (9) excludes certain shares

..

11 Percent of class represented by amount in Row 9

0.00%

12 Type of reporting person

PN

1 Name of reporting persons

J.P. Morgan Partners Global Investors (Cayman), L.P.

13-4197057

2 Check the appropriate box if a member of a group

(a) (b)

3 SEC use only

4 Citizenship or place of organization

Cayman Islands

5 Sole voting power

Number of

shares 0 shares of common stock
6 Shared voting power

beneficially

owned by n/a
each 7 Sole dispositive power

reporting

person 0 shares of common stock
8 Shared dispositive power

with

n/a

9 Aggregate amount beneficially owned by each reporting person

0 shares of common stock

10 Check box if the aggregate amount in Row (9) excludes certain shares

..

11 Percent of class represented by amount in Row 9

0.00%

12 Type of reporting person

PN

1 Name of reporting persons

J.P. Morgan Partners Global Investors (Cayman) II, L.P.

26-0005546

2 Check the appropriate box if a member of a group

(a) (b)

3 SEC use only

4 Citizenship or place of organization

Cayman Islands

5 Sole voting power

Number of

shares 0 shares of common stock
6 Shared voting power

beneficially

owned by n/a
each 7 Sole dispositive power

reporting

person 0 shares of common stock
8 Shared dispositive power

with

n/a

9 Aggregate amount beneficially owned by each reporting person

0 shares of common stock

10 Check box if the aggregate amount in Row (9) excludes certain shares

..

11 Percent of class represented by amount in Row 9

0.00%

12 Type of reporting person

PN

1 Name of reporting persons

J.P. Morgan Partners Global Investors (Selldown), L.P.

56-2489868

2 Check the appropriate box if a member of a group

(a) (b)

3 SEC use only

4 Citizenship or place of organization

Delaware

5 Sole voting power

Number of

shares 0 shares of common stock
6 Shared voting power

beneficially

owned by n/a
each 7 Sole dispositive power

reporting

person 0 shares of common stock
8 Shared dispositive power

with

n/a

9 Aggregate amount beneficially owned by each reporting person

0 shares of common stock

10 Check box if the aggregate amount in Row (9) excludes certain shares

..

11 Percent of class represented by amount in Row 9

0.00%

12 Type of reporting person

PN

1 Name of reporting persons

J.P. Morgan Partners Global Investors (Selldown) II, L.P.

20-4065857

2 Check the appropriate box if a member of a group

(a) (b)

3 SEC use only

4 Citizenship or place of organization

Delaware

5 Sole voting power

Number of

shares 0 shares of common stock
6 Shared voting power

beneficially

owned by n/a
each 7 Sole dispositive power

reporting

person 0 shares of common stock
8 Shared dispositive power

with

n/a

9 Aggregate amount beneficially owned by each reporting person

0 shares of common stock

10 Check box if the aggregate amount in Row (9) excludes certain shares

..

11 Percent of class represented by amount in Row 9

0.00%

12 Type of reporting person

PN

SCHEDULE 13G

Item 1.

(a) Name of Issuer:

Aramark

(b) Address of Issuer's Principal Executive Offices:

1101 Market Street
Philadelphia, Pennsylvania 19107

Item 2.

(a) Name of Person Filing:

J.P. Morgan Partners (BHCA), L.P. (JPMP BHCA)
J.P. Morgan Partners Global Investors, L.P. (J.P. Morgan Global)
J.P. Morgan Partners Global Investors A, L.P. (JPMP Global A)
J.P. Morgan Partners Global Investors (Cayman), L.P. (JPMP Cayman)
J.P. Morgan Partners Global Investors (Cayman) II, L.P. (JPMP Cayman II)
J.P. Morgan Partners Global Investors (Selldown), L.P. (JPMP Selldown)
J.P. Morgan Partners Global Investors (Selldown) II, L.P. (JPMP Selldown II)

Supplemental information relating to the ownership and control of the persons filing this statement is included in Exhibit 2(a) attached hereto.

(b) Address of Principal Business Office or, if none, Residence:

c/o J.P. Morgan Partners, LLC
270 Park Avenue
New York, NY 10017

See also supplemental information relating to principal business offices included in Exhibit 2(a) attached hereto.

(c) Citizenship:

JPMP BHCA:	Delaware
J.P. Morgan Global:	Delaware
JPMP Global A:	Delaware
JPMP Cayman:	Cayman Islands
JPMP Cayman II:	Cayman Islands
JPMP Selldown:	Delaware
JPMP Selldown II:	Delaware

(d) **Title of Class of Securities:**

Common Stock, par value \$0.01 per share

(e) **CUSIP Number:**

03852U106

Item 3. If this statement is filed pursuant to §§240.13d 1(b) or 240.13d 2(b) or (c), check whether the person filing is a:

Not applicable.

Item 4. Ownership.

(a) **Amount Beneficially Owned:**

JPMP BHCA: 0
J.P. Morgan Global: 0
JPMP Global A: 0
JPMP Cayman: 0
JPMP Cayman II: 0
JPMP Selldown: 0
JPMP Selldown II: 0

(b) **Percent of Class (as of December 31, 2015):**

JPMP BHCA: 0.00%
J.P. Morgan Global: 0.00%
JPMP Global A: 0.00%
JPMP Cayman: 0.00%
JPMP Cayman II: 0.00%
JPMP Selldown: 0.00%
JPMP Selldown II: 0.00%

(c) **Number of shares as to which such person has:**

(i) Sole power to vote or to direct the vote:

JPMP BHCA: 0
J.P. Morgan Global: 0
JPMP Global A: 0
JPMP Cayman: 0
JPMP Cayman II: 0
JPMP Selldown: 0
JPMP Selldown II: 0

(ii) Shared power to vote or to direct the vote:

Not applicable.

(iii) Sole power to dispose or to direct the disposition of:

JPMP BHCA: 0
J.P. Morgan Global: 0
JPMP Global A: 0
JPMP Cayman: 0
JPMP Cayman II: 0

JPMP Selldown: 0

JPMP Selldown II: 0

(iv) Shared power to dispose or to direct the disposition of:

Not applicable.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following x.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Not applicable.

SIGNATURES

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

Date: February 16, 2016

J.P. MORGAN PARTNERS (BHCA), L.P.

By: JPMP Master Fund Manager, L.P., its General Partner

By: JPMP Capital Corp., its General Partner

By: /s/ Ana Capella Gomez-Acebo

Name: Ana Capella Gomez-Acebo

Title: President

Date: February 16, 2016

J.P. MORGAN PARTNERS GLOBAL INVESTORS, L.P.

By: JPMP Global Investors, L.P., its General Partner

By: JPMP Capital Corp., its General Partner

By: /s/ Ana Capella Gomez-Acebo

Name: Ana Capella Gomez-Acebo

Title: President

Date: February 16, 2016

J.P. MORGAN PARTNERS GLOBAL INVESTORS A, L.P.

By: JPMP Global Investors, L.P., its General Partner

By: JPMP Capital Corp., its General Partner

By: /s/ Ana Capella Gomez-Acebo

Name: Ana Capella Gomez-Acebo

Title: President

Date: February 16, 2016

**J.P. MORGAN PARTNERS GLOBAL INVESTORS
(CAYMAN), L.P.**

By: JPMP Global Investors, L.P., its General Partner
By: JPMP Capital Corp., its General Partner

By: /s/ Ana Capella Gomez-Acebo
Name: Ana Capella Gomez-Acebo
Title: President

Date: February 16, 2016

**J.P. MORGAN PARTNERS GLOBAL INVESTORS
(CAYMAN) II, L.P.**

By: JPMP Global Investors, L.P., its General Partner
By: JPMP Capital Corp, its General Partner

By: /s/ Ana Capella Gomez-Acebo
Name: Ana Capella Gomez-Acebo
Title: President

Date: February 16, 2016

**J.P. MORGAN PARTNERS GLOBAL INVESTORS
(SELLDOWN), L.P.**

By: JPMP Global Investors, L.P., its General Partner
By: JPMP Capital Corp., its General Partner

By: /s/ Ana Capella Gomez-Acebo
Name: Ana Capella Gomez-Acebo
Title: President

Date: February 16, 2016

**J.P. MORGAN PARTNERS GLOBAL INVESTORS
(SELLDOWN) II, L.P.**

By: JPMP Global Investors, L.P., its General Partner
By: JPMP Capital Corp., its General Partner

By: /s/ Ana Capella Gomez-Acebo
Name: Ana Capella Gomez-Acebo
Title: President

Issuer: Aramark

EXHIBIT 2(a)

This statement is being filed by J.P. Morgan Partners (BHCA), L.P., a Delaware limited partnership (hereinafter referred to as JPMP (BHCA)), whose principal business office is located 270 Park Avenue, New York, New York 10017. JPMP (BHCA) is engaged in the venture capital, private equity and leveraged buyout business. The general partner of JPMP (BHCA) is JPMP Master Fund Manager, L.P., a Delaware limited partnership (hereinafter referred to as JPMP Master Fund), whose principal business office is located at the same address as JPMP (BHCA), and is also engaged directly and indirectly (through affiliates) in the venture capital, private equity and leveraged buyout business. As general partner of JPMP (BHCA), JPMP Master Fund may be deemed to beneficially own the shares held by JPMP (BHCA).

This statement is also being filed by J.P. Morgan Partners Global Investors, L.P., a Delaware limited partnership (J.P. Morgan Global), whose principal place of business is located at the same address as JPMP (BHCA); J.P. Morgan Partners Global Investors A, L.P., a Delaware limited partnership (JPMP Global A), whose principal place of business is located at the same address as JPMP (BHCA); J.P. Morgan Partners Global Investors (Cayman), L.P., a limited partnership organized under the laws of the Cayman Islands (JPMP Cayman), whose principal place of business is located at the same address as JPMP (BHCA); J.P. Morgan Partners Global Investors (Cayman) II, L.P., a limited partnership organized under the laws of the Cayman Islands (JPMP Cayman II), whose principal place of business is located at the same address as JPMP (BHCA), J.P. Morgan Partners Global Investors (Selldown), L.P., a Delaware limited partnership (JPMP Selldown), whose principal place of business is located at the same address as JPMP (BHCA), J.P. Morgan Partners Global Investors (Selldown) II, L.P., a Delaware limited partnership (JPMP Selldown II) and collectively with J.P. Morgan Global, JPMP Global A, JPMP Cayman, JPMP Cayman II and JPMP Selldown, the Global Fund Entities), whose principal place of business is located at the same address as JPMP (BHCA). Each of the Global Fund Entities is also engaged in the venture capital, private equity and leveraged buyout business. The general partner of each of the Global Fund Entities is JPMP Global Investors, L.P., a Delaware limited partnership (JPMP Investors), whose principal place of business is located at the same address as JPMP (BHCA). JPMP Investors is engaged indirectly in the venture capital, private equity and leveraged buyout business as general partner of each of the Global Fund Entities. As general partner of each of the Global Fund Entities, JPMP Investors may be deemed to beneficially own the shares held by the Global Fund Entities.

The general partner of each of JPMP Master Fund and JPMP Investors is JPMP Capital Corp., a New York corporation (hereinafter referred to as JPMP Capital Corp.), whose principal business office is located at the same address as JPMP (BHCA), and is also engaged directly and indirectly (through affiliates) in the venture capital, private equity and leveraged buyout business. Set forth in Schedule A hereto and incorporated herein by reference are the names, business addresses, principal occupations and employments of each executive officer and director of JPMP Capital Corp. As the general partner of each of JPMP Master Fund and JPMP Investors, JPMP Capital Corp. may be deemed to beneficially own the shares held by JPMP (BHCA) and the Global Fund Entities.

JPMP Capital Corp. is a wholly owned subsidiary of JPMorgan Chase & Co., a Delaware corporation (hereinafter referred to as JPMorgan Chase) which is engaged (primarily through subsidiaries) in the commercial banking business with its principal office located at 270 Park Avenue, New York, New York 10017. Set forth in Schedule B hereto and incorporated herein by reference are the names, business addresses, principal occupations and employments of each executive officer and director of JP Morgan Chase.

EXHIBIT 2(b)

Issuer: Aramark

Joint Filing Agreement as required by Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended. Incorporated by reference to Exhibit 2(b) to the Schedule 13G filed with the Securities and Exchange Commission on February 14, 2014 (Commission File No. 005-87947).

SCHEDULE A

JPMP CAPITAL CORP.

Executive Officers (1)

President	Ana Capella Gomez-Acebo*
Managing Director	Richard W. Smith*
Managing Director and Secretary	Angela M. Liuzzi*
Chief Financial Officer and Executive Director	Brian P. Flanagan*
Chief Compliance Officer and Managing Director	Robert J. Cole*
Senior Vice President and Assistant Secretary	Anthony J. Horan*
Vice President and Treasurer	William T. Williams Jr*
Vice President and Assistant Secretary	Christine N. Bannerman*
Executive Director	Colleen A. Meade*

Directors (1)

Ana Capella Gomez-Acebo*

Richard W. Smith*

(1) Each of whom is a United States citizen, except Ana Capella Gomez-Acebo, who is a citizen of Spain.

* Principal occupation is employee and/or officer of JPMorgan Chase & Co. Business address is c/o JPMorgan Chase & Co., 270 Park Avenue, New York, NY 10017

Issuer: Aramark

SCHEDULE B

JPMORGAN CHASE & CO.

Executive Officers (1)

Chairman and Chief Executive Officer	James Dimon*
Chief Financial Officer	Marianne Lake*
Executive Vice President and General Counsel	Stacey Friedman *
Head of Human Resources	John L. Donnelly*
Chief Executive Officer, Commercial Banking	Douglas B. Petno*
Chief Executive Officer, Corporate & Investment Bank	Daniel E. Pinto*
Chief Executive Officer, Consumer & Community Banking	Gordon A. Smith*
Chief Executive Officer, Asset Management	Mary C. Erdoes*
Chief Risk Officer	Ashley Bacon*
Chief Operating Officer	Matthew E. Zames*

(1) Each of whom is a United States citizen.

* Principal occupation is employee or officer of JPMorgan Chase & Co.

Business address is c/o JPMorgan Chase & Co., 270 Park Avenue, New York, NY 10017.

Issuer: Aramark

Directors (1)

Principal Occupation or Employment;

Name	Business or Residence Address
Linda B. Bammann	Retired Deputy Head of Risk Management JPMorgan Chase & Co. c/o JPMorgan Chase & Co. 270 Park Avenue New York, New York 10017
James A. Bell	Retired Executive Vice President The Boeing Company c/o JPMorgan Chase & Co. 270 Park Avenue New York, New York 10017
Crandall C. Bowles	Chairman The Springs Company c/o JPMorgan Chase & Co. 270 Park Avenue New York, New York 10017
Stephen B. Burke	Chief Executive Officer NBCUniversal, LLC c/o JPMorgan Chase & Co. 270 Park Avenue New York, New York 10017
James S. Crown	President Henry Crown and Company

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c/o JPMorgan Chase & Co.

270 Park Avenue

New York, New York 10017

James Dimon

Chairman, Chief Executive Officer and President

JPMorgan Chase & Co.

270 Park Avenue

New York, New York 10017

Timothy P. Flynn

Retired Chairman and Chief Executive Officer

KPMG

c/o JPMorgan Chase & Co.

270 Park Avenue

New York, New York 10017

Laban P. Jackson, Jr.

Chairman and Chief Executive Officer

Clear Creek Properties, Inc.

c/o JPMorgan Chase & Co.

270 Park Avenue

New York, New York 10017

Michael A. Neal

Retired Vice Chairman of General Electric Company and Retired Chairman and Chief Executive Officer of GE Capital

c/o JPMorgan Chase & Co.

270 Park Avenue

New York, New York 10017

Lee R. Raymond

Retired Chairman and Chief Executive Officer

Exxon Mobil Corporation

c/o JPMorgan Chase & Co.

270 Park Avenue

New York, New York 10017

William C. Weldon

Retired Chairman and Chief Executive Officer

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Johnson & Johnson

c/o JPMorgan Chase & Co.

270 Park Avenue

New York, New York 10017

(1) Each of whom is a United States citizen.