

G&K SERVICES INC
Form 4
August 22, 2016

FORM 4

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

OMB APPROVAL

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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 *
FANCEY KEVIN A

(Last) (First) (Middle)
5995 OPUS PARKWAY, SUITE 500
(Street)

MINNETONKA, MN 55343

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
G&K SERVICES INC [GK]

3. Date of Earliest Transaction (Month/Day/Year)
08/18/2016

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)
President, G&K Services Canada

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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|---|
| | | | | (A) or (D) Code V | Amount | Price | | |
| Class A Common Stock | 08/20/2016 | | M | 1,260 | A | 11 | 6,921 | D |
| Class A Common Stock | 08/20/2016 | | D | 1,260 | D | \$ 97.13 | 5,661 | D |

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

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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 |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Restricted Stock Unit | (2) | 08/18/2016 | | A | 4,626 | (3) (3) | Class A Common Stock | 4,626 |
| Restricted Stock Unit | (1) | 08/20/2016 | | M | 1,260 | (1) (1) | Class A Common Stock | 1,260 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FANCEY KEVIN A 5995 OPUS PARKWAY, SUITE 500 MINNETONKA, MN 55343 | | | President, G&K Services Canada | |

Signatures

/s/ Ruth M. Timm,
Attorney-in-Fact
**Signature of Reporting Person

08/22/2016
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).

- Vesting of restricted stock units, the settlement of which was paid in cash to Mr. Fancy. The restricted stock units were granted on August 20, 2015, and vest in equal installments over a period of three years. On each vesting date, the company will pay to Mr. Fancy a cash amount equal to the fair market value of one share of the company's common stock on such vesting date times the number of restricted stock units that vested, and such vested restricted stock units will thereafter be cancelled and no further amounts will be paid with respect to them.
- (1) Grant of a restricted stock unit subject to Section 16b-3, the settlement of which will be paid in cash upon vesting.
- The restricted stock units vest in equal installments over a period of three years. On each vesting date, the company will pay to Mr. Fancy a cash amount equal to the fair market value of one share of the company's common stock on such vesting date times the number of restricted stock units that vested, and such vested restricted stock units will thereafter be cancelled and no further amounts will be paid with respect to them. Additionally, when cash dividends are paid on the company's common stock, Mr. Fancy will be paid an amount equal to the cash dividend paid on a single share of common stock multiplied by the number of restricted stock units not yet cancelled or forfeited that are held by Mr. Fancy on the record date of the dividend payment.
- (3)

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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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