UNIFIRST CORP

Form 4 August 29, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * CROATTI RONALD D

(First)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

UNIFIRST CORP [UNF]

(Check all applicable)

President and CEO

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

68 JONSPIN ROAD

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

08/25/2016

_X__ 10% Owner _X__ Director X_ Officer (give title __ Other (specify below)

(Street)

(Middle)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

WILMINGTON, MA 01887

(City)	(State)	(Zip) 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)			es Acquired bosed of (D) and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	08/25/2016		J	71,000 (1)	D	(1)	73,200 (2)	D		
Class B Common Stock	08/25/2016		J	71,000 (1)	A	(1)	1,098,770 (2)	D		
Class B Common Stock	08/25/2016		J	3,531 (5)	D	<u>(5)</u>	1,015,717 <u>(6)</u> <u>(7)</u>	I	By Partnership	
Class B Common Stock	08/25/2016		J	196,495 (5)	D	<u>(5)</u>	1,734,990 <u>(7)</u> <u>(8)</u>	I	By Partnership	

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Class B Common Stock	4,374 <u>(3)</u>	I	By Trust
Class B Common Stock	176,792 (4)	I	By Trust
Common Stock	950 <u>(9)</u>	I	By LLC

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transac Code (Instr. 8	0 8) D S A ((D 0 (1	Number		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)
				Code	V (.	A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
CROATTI RONALD D 68 JONSPIN ROAD WILMINGTON, MA 01887	X	X	President and CEO						
Signatures									
/s/ David Whitman, Attorney-in-Fact		08/29/2016							
**Signature of Reporting Person		Date							

Reporting Owners 2

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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) Ronald D. Croatti exchanged 71,000 shares of Common Stock for an equal number of shares of Class B Common Stock pursuant to the terms of the Restricted Stock Award Agreement, dated April 21, 2016, between UniFirst Corporation and Mr. Croatti.
- (2) Represents shares owned directly by Ronald D. Croatti.
- Represents shares owned directly by The Marie Croatti QTIP Trust. Ronald D. Croatti is a trustee of The Marie Croatti QTIP Trust. Mr.

 Croatti disclaims beneficial ownership of these reported securities, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Croatti is the beneficial owner of these securities for purposes of Section 16 or any other purpose.
- Ronald D. Croatti is a trustee of certain trusts, which as of the date of filing this report, each directly owns a portion of these reported securities. Mr. Croatti disclaims beneficial ownership of these reported securities, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that he is the beneficial owner of the securities for purposes of Section 16 or any other purpose.
- (5) Represents pro rata distributions made by The Red Cat Limited Partnership and The Queue Limited Partnership to their respective partners.
 - Represents shares owned directly by The Red Cat Limited Partnership, a 10% beneficial owner of the issuer, and indirectly by each of Red Cat Management Associates, Inc., Ronald D. Croatti and Cynthia Croatti. Red Cat Management Associates, Inc. is the general partner of The Red Cat Limited Partnership. Ronald D. Croatti and Cynthia Croatti are officers, directors and shareholders of Red Cat
- partner of The Red Cat Limited Partnership. Ronald D. Croatti and Cynthia Croatti are officers, directors and shareholders of Red Cat Management Associates, Inc. Ronald D. Croatti is the beneficiary, but not a trustee, of a trust holding a limited partnership interest in The Red Cat Limited Partnership. Cynthia Croatti is a trustee or beneficiary of certain trusts which hold limited partnership interests in The Red Cat Limited Partnership.
- Each of the aforementioned reporting persons disclaims beneficial ownership of these reported securities, except to the extent of his, her or its pecuniary interest therein, and this report shall not be deemed an admission that such reporting person is the beneficial owner of these securities for purposes of Section 16 or any other purpose.
 - Represents shares owned directly by The Queue Limited Partnership and indirectly by each of Queue Management Associates, Inc., Ronald D. Croatti, Cynthia Croatti and Cecelia Levenstein. Queue Management Associates, Inc. is the general partner of The Queue
- (8) Limited Partnership. Ronald D. Croatti and Cynthia Croatti are officers, directors and shareholders of Queue Management Associates, Inc., and Cecelia Levenstein is a director and shareholder of Queue Management Associates, Inc. Ronald D. Croatti is a beneficiary, but not a trustee, of a trust holding a limited partnership interest in The Queue Limited Partnership. Cynthia Croatti and Cecelia Levenstein are trustees or beneficiaries of various trusts which hold limited partnership interests in The Queue Limited Partnership.
- Represents shares owned indirectly by Ronald D. Croatti as the manager of a limited liability company, MMC Trust LLC. Ronald D. (9) Croatti disclaims beneficial ownership of these reported securities, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that he is the beneficial owner of these securities for purposes of Section 16 or any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.