

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Dillon Ricky T</u> (Last) (First) (Middle) VESTIS CORPORATION 500 COLONIAL CENTER PARKWAY, SUITE 140 (Street) ROSWELL GA 30076 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Vestis Corp [VSTS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP and CFO
	3. Date of Earliest Transaction (Month/Day/Year) 10/02/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price				
Common Stock, par value \$0.01 per share	10/02/2023		A		6,892 ⁽¹⁾⁽²⁾⁽³⁾	A	(2)	7,480	D		
Common Stock, par value \$0.01 per share	10/02/2023		A		17,411 ⁽³⁾⁽⁴⁾	A	(4)	24,891	D		

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$16.69 ⁽⁵⁾	10/02/2023		A		19,585		(5)	06/01/2032	Common Stock, par value \$0.01 per share	19,585	\$0	19,585	D	
Stock Option (Right to Buy)	\$19.76 ⁽⁶⁾	10/02/2023		A		30,593		(6)	11/17/2032	Common Stock, par value \$0.01 per share	30,593	\$0	30,593	D	
Premium Stock Option (Right to Buy)	\$20.41	10/02/2023		A		100,000		(7)	10/02/2033	Common Stock, par value \$0.01 per share	100,000	\$0	100,000	D	

Explanation of Responses:

- The transactions reported herein are the result of the consummation on September 30, 2023 of the distribution of approximately 130,725,188 shares of common stock of Vestis Corporation ("Vestis") by Aramark ("Aramark") to holders of Aramark common stock on a pro rata basis (the "Spin-Off").
- Represents conversion of an award of restricted stock units granted by Aramark into restricted stock units with respect to Vestis common stock as a result of the Spin-Off, which will vest 50% on June 1, 2024 and 50% on June 1, 2025.
- Each restricted stock unit represents the right to receive, at settlement, one share of Vestis common stock.
- Represents conversion of an award of restricted stock units granted by Aramark into restricted stock units with respect to Vestis common stock as a result of the Spin-Off, which will vest 25% on November 17, 2023, 25% on November 17, 2024, 25% on November 17, 2025 and 25% on November 17, 2026.
- Represents conversion of an option to purchase Aramark common stock granted by Aramark into the option to purchase Vestis common stock as a result of the Spin-Off, of which 33.33% is fully vested, 33.33% vests on June 1, 2024, and 33.34% vests on June 1, 2025. The exercise price reflects the adjustments that occurred as of October 2, 2023 in connection with the Spin-Off as described in the registration statement on Form 10 filed with the SEC by Vestis.
- Represents conversion of an option to purchase Aramark common stock granted by Aramark into the option to purchase Vestis common stock as a result of the Spin-Off, of which 25% vests on November 17, 2023, 25% vests on November 17, 2024, 25% vests on November 17, 2025 and 25% vests on November 17, 2026. The exercise price reflects the adjustments that occurred as of October 2, 2023 in connection with the Spin-Off as described in the registration statement on Form 10 filed with the SEC by Vestis.
- Represents a premium price option to purchase shares of Vestis common stock, which vests on the third anniversary of the date of grant.

Remarks:

/s/ Timothy Donovan, General Counsel, as Attorney-in-fact 10/04/2023
 ** Signature of Reporting Person Date

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

* 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).

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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