

Cotter Jeffrey Louis
 Form 4
 August 24, 2009

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 *
 Cotter Jeffrey Louis

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

5995 OPUS PARKWAY

08/20/2009

VP, Gen. Counsel & Secretary

(Street)

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

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

MINNETONKA, MN 55343

(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) | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Class A Common Stock | 08/20/2009 | | A | | 4,065 ⁽¹⁾ | A | <u>(2)</u> 6,647 ⁽³⁾ D |
| Class A Common Stock | 08/21/2009 | | F | | 98 ⁽⁶⁾ | D | \$ 22.77 6,549 D |
| Class A Common Stock | 08/23/2009 | | F | | 61 ⁽⁷⁾ | D | \$ 22.77 6,488 D |

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

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(9-02)

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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option | \$ 22.21 | 08/20/2009 | | A | 5,421 | (4) 08/20/2019 | Class A Common Stock | 5,421 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cotter Jeffrey Louis 5995 OPUS PARKWAY MINNETONKA, MN 55343 | | | VP, Gen. Counsel & Secretary | |

Signatures

/s/ Jeffrey L. Cotter
08/24/2009
**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) Subject to the terms of the company's plan, vests in equal increments over a five year period, commencing on the first anniversary of the date of grant.
- (2) Grant of restricted stock pursuant to Section 16b-3.
- (3) Awards are subject to vesting in accordance with the terms of the company's plan.
- (4) Subject to the terms of the company's plan, vests in equal increments over a three year period, commencing on the first anniversary of the date of grant.

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- (5) Includes options previously granted under the company's plan at various exercise prices.

On August 21, 2009, an aggregate of 298 restricted shares previously issued to Mr. Cotter vested in accordance with their terms and the terms of the plan under which such shares were issued. Mr. Cotter elected to withhold an aggregate of 98 shares to pay the related taxes. As such, the number of shares actually issued was 200.

- (6) On August 23, 2009, an aggregate of 184 restricted shares previously issued to Mr. Cotter vested in accordance with their terms and the terms of the plan under which such shares were issued. Mr. Cotter elected to withhold an aggregate of 61 shares to pay the related taxes. As such, the number of shares actually issued was 123.

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.