

COINMACH SERVICE CORP
Form 4
November 21, 2007

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 *
RAUNER BRUCE V

2. Issuer Name and Ticker or Trading Symbol
COINMACH SERVICE CORP
[DRA, DRY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/20/2007

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

C/O GTCR GOLDR RAUNER LLC., 6100 SEARS TOWER

(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

CHICAGO, IL 60606

(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 Indirect Beneficial Ownership (Instr. 4)
Class B Common Stock	11/20/2007		J	22,051,644 D	<u>(1)</u> 1,322,806	I	See Footnotes (2) (3)
Class B Common Stock	11/20/2007		A	16,228,418 A	<u>(4)</u> 17,551,224	I	See Footnotes (3) (5)
Class B Common Stock	11/20/2007		D	16,228,418 D	<u>(6)</u> 1,322,806	I	See Footnotes (3) (5)
Class B Common Stock	11/20/2007		D	1,322,806 D	<u>(7)</u> 0	I	See

Common
Stock

Footnotes
(3) (8)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4)
				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

RAUNER BRUCE V
C/O GTCR GOLDR RAUNER LLC,
6100 SEARS TOWER
CHICAGO, IL 60606

X

Signatures

/s/ Bruce V.
Rauner

11/21/2007

**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) Disposition resulting from Coinmach Holdings, LLC's ("Coinmach Holdings") distribution in kind of all shares of Coinmach Service Corp.'s class B common stock ("Class B Common Stock") to its members (the "Distribution").

(2)

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The shares of Class B Common Stock disposed pursuant to the Distribution were beneficially held by Coinmach Holdings, of which GTCR-CLC, LLC is a member and effectively controls. The Managing Member of GTCR-CLC, LLC is GTCR Fund VII, L.P. of which GTCR Partners VII, L.P. is the general partner, of which GTCR Golder Rauner L.L.C. ("GTCR") is the general partner. Mr. Rauner is a principal of GTCR.

- (3) Mr. Rauner disclaims beneficial ownership of such shares, except to the extent of any pecuniary interest therein. The filing of this form shall not be deemed an admission that Mr. Rauner was, for Section 16 purposes or otherwise, the beneficial owner of such shares.
- (4) Acquisition by GTCR-CLC, LLC and GTCR Capital Partners, L.P., each a member of Coinmach Holdings, as a result of the Distribution.

The Managing Member of GTCR-CLC, LLC is GTCR Fund VII, L.P. of which GTCR Partners VII, L.P. is the general partner, of which GTCR is the general partner. The general partner of GTCR Capital Partners, L.P. is GTCR Mezzanine Partners, L.P. of which GTCR Partners VI, L.P. is the general partner, of which GTCR is the general partner. Mr. Rauner is a principal of GTCR.

- (6) Disposition by GTCR-CLC, LLC and GTCR Capital Partners, L.P. pursuant to the terms and conditions of the Agreement and Plan of Merger, dated as of June 14, 2007, by and among Coinmach Service Corp., Spin Holdco Inc. and Spin Acquisition Co. (the "Merger Agreement") in exchange for \$13.55 per share in cash.
- (7) Disposition by Coinmach Holdings pursuant to the terms and conditions of the Merger Agreement in exchange for \$13.55 per share in cash.

- (8) The shares of Class B Common Stock disposed pursuant to the Merger Agreement were beneficially held by Coinmach Holdings, of which GTCR-CLC, LLC is a member and effectively controls. The Managing Member of GTCR-CLC, LLC is GTCR Fund VII, L.P. of which GTCR Partners VII, L.P. is the general partner, of which GTCR is the general partner. Mr. Rauner is a principal of GTCR.

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.