

Compass Diversified Trust
 Form 4
 July 03, 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 *
 Compass Group Investments, Inc.

(Last) (First) (Middle)

BAYSIDE EXECUTIVE
 PARK, WEST BAY STREET &
 BLAKE ROAD

(Street)

NASSAU, C5 00000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Compass Diversified Trust [CODI]

3. Date of Earliest Transaction
 (Month/Day/Year)
 07/01/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 X 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Shares ⁽¹⁾ | 07/01/2007 | | J ⁽²⁾ | V Amount 2,200,000 (D) Price \$ 0 | 7,025,000 | D ⁽³⁾ | |

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)

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| 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 Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Compass Group Investments, Inc. BAYSIDE EXECUTIVE PARK WEST BAY STREET & BLAKE ROAD NASSAU, C5 00000 | | X | | |
| NAVCO Management, Inc. BAYSIDE HOUSE, BAYSIDE EXECUTIVE PARK P.O. BOX AP - 59214 NASSAU, C5 59214 | | X | | |
| CGI Diversified Holdings, LP BAYSIDE HOUSE, BAYSIDE EXECUTIVE PARK P.O. BOX AP - 59214 NASSAU, C5 59214 | | X | | |

Signatures

| | |
|---|------------|
| /s/ Lindsey Cancino, Director | 07/02/2007 |
| __Signature of Reporting Person | Date |
| /s/ Lindsay Cancino, Director, Navco Management, Inc., it's general partner | 07/02/2007 |
| __Signature of Reporting Person | Date |
| Lindsey Cancino, Director | 07/02/2007 |
| __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) Each Share represents one undivided beneficial interest in the Trust property and corresponds to one trust interest of Compass Group Diversified Holdings LLC held by the Trust.

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- CGI Diversified Holdings, LP distributed 2,200,000 Shares to Compass Group Investments, Inc. which subsequently transferred such
- (2) Shares by dividend to Concord Equity Inc. The Kattegat Trust Company Limited indirectly owns Compass Group Investments, Inc. and Concord Equity Inc. See also footnote (3).

- Compass Group Investments, Inc. is making this joint filing on Form 4 on its behalf and as the designated beneficial owner on behalf of Navco Management, Inc. and CGI Diversified Holdings, LP. CGI Diversified Holdings, LP is the record and beneficial owner of the 7,025,000 Shares. CGI Diversified Holdings, LP is controlled by Navco Management, Inc., its general partner, and Compass Group
- (3) Investments, Inc., its sole limited partner. As a result, each of Navco Management, Inc. and Compass Group Investments, Inc. may be deemed to beneficially own the Shares held by CGI Diversified Holdings, LP. CGI Diversified Holdings, LP, Compass Group Investments, Inc., Navco Management, Inc. and Concord Equity, Inc. are indirectly owned by The Kattegat Trust Company Limited. The filing of this Form 4 shall not be construed as an admission that The Kattegat Trust Company Limited is, for any purpose, the beneficial owner of any Shares.

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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