

RBS INVESTMENT MANAGEMENT LLC  
 Form 3/A  
 March 14, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â LAMPERT EDWARD S</p> <p>(Last) (First) (Middle)</p> <p>200 GREENWICH AVENUE</p> <p>(Street)</p> <p>GREENWICH,Â CTÂ 06830</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/21/2011</p>	<p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p>ORCHARD SUPPLY HARDWARE STORES CORP [OSH]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  <input type="checkbox"/> Officer <input type="checkbox"/> Other                  (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>12/21/2011</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person  <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
--	---	--	--

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	1,721,077	I	See Footnotes <u>(1)</u> <u>(7)</u>
Series A Preferred Stock	1,721,077	I	See Footnotes <u>(1)</u> <u>(7)</u>
Class A Common Stock	454,391	I	See Footnotes <u>(2)</u> <u>(7)</u>
Series A Preferred Stock	454,391	I	See Footnotes <u>(2)</u> <u>(7)</u>
Class A Common Stock	462	I	See Footnotes <u>(3)</u> <u>(7)</u>
Series A Preferred Stock	462	I	See Footnotes <u>(3)</u> <u>(7)</u>
Class A Common Stock	33	I	See Footnotes <u>(4)</u> <u>(7)</u>
Series A Preferred Stock	33	I	See Footnotes <u>(4)</u> <u>(7)</u>
Class A Common Stock	3,521	I	See Footnotes <u>(5)</u> <u>(7)</u>
Series A Preferred Stock	3,521	I	See Footnotes <u>(5)</u> <u>(7)</u>
Class A Common Stock	767,127	D <u>(6)</u> <u>(7)</u>	Â

Series A Preferred Stock 767,127 D (6) (7) Â

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAMPERT EDWARD S 200 GREENWICH AVENUE GREENWICH, CT 06830	Â	Â X	Â	Â
ESL INVESTMENTS INC 200 GREENWICH AVENUE GREENWICH, CT 06830	Â	Â X	Â	Â
RBS PARTNERS L P /CT 200 GREENWICH AVENUE GREENWICH, CT 06830	Â	Â X	Â	Â
ESL PARTNERS, L.P. 200 GREENWICH AVENUE GREENWICH, CT 06830	Â	Â X	Â	Â
ESL INVESTORS LLC 200 GREENWICH AVENUE GREENWICH, CT 06830	Â	Â X	Â	Â
ESL INSTITUTIONAL PARTNERS LP 200 GREENWICH AVENUE GREENWICH, CT 06830	Â	Â X	Â	Â
CRK PARTNERS LLC 200 GREENWICH AVENUE GREENWICH, CT 06830	Â	Â X	Â	Â
RBS INVESTMENT MANAGEMENT LLC	Â	Â X	Â	Â

200 GREENWICH AVENUE  
GREENWICH, CT 06830

## Signatures

EDWARD S. LAMPERT /s/ Edward S. Lampert Edward S. Lampert	03/14/2012
**Signature of Reporting Person	Date
ESL INVESTMENTS, INC. By: /s/ Adrian J. Maizey Name: Adrian J. Maizey Title: Chief Financial Officer	03/14/2012
**Signature of Reporting Person	Date
RBS PARTNERS, L.P. By: ESL Investments, Inc., as its general partner By: /s/ Adrian J. Maizey Name: Adrian J. Maizey Title: Chief Financial Officer	03/14/2012
**Signature of Reporting Person	Date
ESL PARTNERS, L.P. By: RBS Partners, L.P., as its general partner By: ESL Investments, Inc., as its general partner By: /s/ Adrian J. Maizey Name: Adrian J. Maizey Title: Chief Financial Officer	03/14/2012
**Signature of Reporting Person	Date
ESL INVESTORS, L.L.C. By: RBS Partners, L.P., as its manager By: ESL Investments, Inc., as its general partner By: /s/ Adrian J. Maizey Name: Adrian J. Maizey Title: Chief Financial Officer	03/14/2012
**Signature of Reporting Person	Date
ESL INSTITUTIONAL PARTNERS, L.P. By: RBS Investment Management, L.L.C., as its general partner By: ESL Investments, Inc., as its manager By: /s/ Adrian J. Maizey Name: Adrian J. Maizey Title: Chief Financial Officer	03/14/2012
**Signature of Reporting Person	Date
CRK PARTNERS, LLC By: ESL Investments, Inc., as its manager By: /s/ Adrian J. Maizey Name: Adrian J. Maizey Title: Chief Financial Officer	03/14/2012
**Signature of Reporting Person	Date
RBS INVESTMENT MANAGEMENT, L.L.C. By: ESL Investments, Inc., as its manager By: /s/ Adrian J. Maizey Name: Adrian J. Maizey Title: Chief Financial Officer	03/14/2012
**Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) These securities are held by ESL Partners, L.P. ("Partners").
- (2) These securities are held in an account established by the investment member of ESL Investors, L.L.C. ("Investors").
- (3) These securities are held by ESL Institutional Partners, L.P. ("Institutional").
- (4) These securities are held by CRK Partners, LLC ("CRK").
- (5) These securities are held in a grantor retained annuity trust, of which Mr. Lampert is the trustee.
- (6) These securities are held by Mr. Lampert.
- (7) This Form 3 is filed on behalf of Mr. Lampert, ESL Investments, Inc. ("Investments"), RBS Partners, L.P. ("RBS"), RBS Investment Management, L.L.C. ("RBSIM"), Partners, Investors, Institutional and CRK. RBS is the general partner of Partners and the managing member of Investors. RBSIM is the general partner of Institutional. Investments is the general partner of RBS and the sole member of CRK and the manager of RBSIM. Mr. Lampert is the Chairman, Chief Executive Officer and Director of Investments.

^

**Remarks:**

Pursuant to Rule 16a-1(a)(2)(ii)(B) under the Securities Exchange Act of 1934, as amended (the "Act")

This amendment is being filed to add Institutional, RBSIM and CRK as Reporting Persons. The

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.