

Seritage Growth Properties
 Form 3
 July 22, 2015

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

OMB APPROVAL

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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)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Citadel GP LLC | | (Month/Day/Year) | Seritage Growth Properties [SRG] | |
| (Last) | (First) | (Middle) | 07/08/2015 | |
| 131 S. DEARBORN ST., 32ND FLOOR | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| CHICAGO, IL 60603 | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

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 shares | 3,790,697 | I | See footnotes (1) (2) |

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

SEC 1473 (7-02)

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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) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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|---------------------|--------------------|----------------------------------|----------------------------------|
| Date Exercisable | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|---------------------|--------------------|----------------------------------|----------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Citadel GP LLC 131 S. DEARBORN ST. 32ND FLOOR CHICAGO, IL 60603 | ^ | ^ X | ^ | ^ |
| Surveyor Capital Ltd. C/O CITADEL GP LLC 131 S. DEARBORN ST., 32ND FLOOR CHICAGO, IL 60603 | ^ | ^ X | ^ | ^ |
| CITADEL ADVISORS LLC C/O CITADEL GP LLC 131 S. DEARBORN ST., 32ND FLOOR CHICAGO, IL 60603 | ^ | ^ X | ^ | ^ |
| Citadel Advisors Holdings III LP C/O CITADEL GP LLC 131 S. DEARBORN STREET 32ND FL CHICAGO, IL 60603 | ^ | ^ X | ^ | ^ |
| GRIFFIN KENNETH C C/O CITADEL GP LLC 131 S. DEARBORN STREET 32ND FL CHICAGO, IL 60603 | ^ | ^ X | ^ | ^ |

Signatures

| | |
|---|------------|
| Citadel GP LLC, /s/ John C. Nagel, Authorized Signatory | 07/22/2015 |
| **Signature of Reporting Person | Date |
| Surveyor Capital Ltd., /s/ John C. Nagel, Authorized Signatory | 07/22/2015 |
| **Signature of Reporting Person | Date |
| Citadel Advisors LLC, /s/ John C. Nagel, Authorized Signatory | 07/22/2015 |
| **Signature of Reporting Person | Date |
| Citadel Advisors Holdings III LP, /s/ John C. Nagel, Authorized Signatory | 07/22/2015 |
| **Signature of Reporting Person | Date |
| Kenneth C. Griffin, /s/ John C. Nagel, attorney-in-fact | 07/22/2015 |
| **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) This security is owned by Surveyor Capital Ltd. ("Surveyor").
Citadel Advisors LLC ("Citadel Advisors"), a registered investment adviser, is the portfolio manager for Surveyor. Citadel Advisors Holdings III LP ("CAH3") is the managing member of Citadel Advisors. Citadel GP LLC ("CGP") is the general partner of CAH3. Mr. Griffin is the President and Chief Executive Officer of, and owns a controlling interest in, CGP.
- (2)

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Remarks:

Each of the Reporting Persons expressly disclaims beneficial ownership of the securities described here.

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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