

Edgar Filing: Seritage Growth Properties - Form SC 13G

Seritage Growth Properties
Form SC 13G
February 14, 2019

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. ____)

Seritage Growth Properties
(Name of Issuer)

Class A Common Shares
(Title of Class of Securities)

81752R100
(CUSIP Number)

December 31, 2018
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☒ Rule 13d-1(b)
 - ☐ Rule 13d-1(c)
 - ☐ Rule 13d-1(d)
-

CUSIP No. Page 2 of 5 Pages
81752R100

1	<p>NAMES OF REPORTING PERSONS</p> <p>I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)</p> <p>BloombergSen Inc.</p>
2	<p>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</p> <p>(a)</p> <p>(b)</p> <p>SEC USE ONLY</p>
3	
4	<p>CITIZENSHIP OR PLACE OF ORGANIZATION</p> <p>Canada</p>
5	<p>SOLE VOTING POWER</p> <p>2,709,840</p>
6	<p>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</p> <p>SHARED VOTING POWER</p> <p>0</p>
7	<p>SOLE DISPOSITIVE POWER</p> <p>2,709,840</p>
8	<p>SHARED DISPOSITIVE POWER</p> <p>0</p>
9	<p>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</p> <p>2,709,840</p>
10	<p>CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)</p>
11	<p>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)</p> <p>7.6%</p>

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

IA

CUSIP No. Page 3 of 5 Pages
81752R100

Item(a) Name of

1. Issuer:

Seritage
Growth
Properties

(b) Address of

Issuer's
Principal
Executive
Offices:

500 Fifth
Avenue, Suite
1530
New York,
NY 10110

Item(a) Name of

2. Persons
Filing:

BloombergSen
Inc.

(b) Address of

Principal
Business
Office or, if
none,
Residence :

77 King Street
West, Suite
4220
TD North
Tower
P.O. Box 135
Toronto,
Ontario
Canada A6
M5K

(c) Citizenship:

Canadian

(d) Title of Class
of Securities:

Class A
Common
Shares

(e) CUSIP
Number:

81752R100

Item 3. If this statement is filed pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under Section 15 of the Act.
 - (b) ☐ Bank as defined in Section 3(a)(6) of the Act.
 - (c) ☐ Insurance company as defined in Section 3(a)(19) of the Act.
 - (d) ☐ Investment company registered under Section 8 of the Investment Company Act of 1940.
 - (e) ☒ An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E).
 - (f) ☐ An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F).
 - (g) ☐ A parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G).
 - (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act.
 - (i) ☐ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940.
-

CUSIP No. Page 4 of 5 Pages
81752R100

(j) ☐ A non-U.S. institution in accordance with Section 240.13d-1(b)(1) (ii)(J).

(k) ☐ Group, in accordance with Section 240.13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J),
please specify the type of
institution: _____

Item Ownership.
4.

(a) Amount Beneficially Owned:

2,709,840

(b) Percent of Class:

7.6%

(c) Number of Shares as to which the person has:

(i) sole power to vote or to direct the vote:

2,709,840

(ii) shared power to vote or direct the vote:

0

(iii) sole power to dispose or direct the disposition of:

2,709,840

(iv) shared power to dispose or to direct the disposition of:

0

Item Ownership of Five Percent or Less of a Class:
5.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

Item Ownership of More than Five Percent on Behalf of Another Person:

6.

N/A

CUSIP No. Page 5 of 5 Pages
81752R100

Item Identification and Classification of Subsidiaries Which Acquired the Security Being Reported on by the Parent
7. Holding Company or Control Person.

N/A

Item Identification and Classification of Members of the Group.
8.

N/A

Item Notice of Dissolution of Group.
9.

N/A

Item Certification:
10.

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2019

By: /s/ Jonathan Bloomberg
Name: Jonathan Bloomberg
Title: Chief Executive Officer