

Seritage Growth Properties  
Form 4  
March 29, 2017

# 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 \*  
**BERKOWITZ BRUCE R**

(Last) (First) (Middle)

C/O FAIRHOLME CAPITAL  
MANAGEMENT, L.L.C., 4400  
BISCAYNE BOULEVARD, 9TH  
FLOOR

(Street)

MIAMI, FL 33137

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Seritage Growth Properties [SRG]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/27/2017

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  
 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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class C Non-Voting Common Shares, \$0.01 par value	03/27/2017		J(1)(3)		17,700	D	\$ 43.02
							5,728,385
Class A Common Shares, \$0.01 par	03/27/2017		J(1)(3)		17,700	A	\$ 43.02
							3,646,550

See Footnote (2)  
See Footnote (2)

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value									
Class A Common Shares, \$0.01 par value	03/27/2017	<u>J(1)(3)</u>	17,700	D	\$ 43.02	3,646,550	I		See Footnote (2)
Class C Non-Voting Common Shares, \$0.01 par value	03/28/2017	<u>J(1)(3)</u>	3,000	D	\$ 42.79	5,725,385	I		See Footnote (2)
Class A Common Shares, \$0.01 par value	03/28/2017	<u>J(1)(3)</u>	3,000	A	\$ 42.79	3,646,550	I		See Footnote (2)
Class A Common Shares, \$0.01 par value	03/28/2017	<u>J(1)(3)</u>	3,000	D	\$ 42.79	3,646,550	I		See Footnote (2)
Class A Common Shares, \$0.01 par value	03/29/2017	<u>P(4)</u>	10,000	A	\$ 42.84	3,656,550	I		See Footnote (2)
Class A Common Shares, \$0.01 par value	03/29/2017	<u>P(5)</u>	10,000	A	\$ 42.84	3,666,550	I		See Footnote (2)
Class C Non-Voting Common Shares, \$0.01 par value						35,850	D		

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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Reporting Person does not have any direct or indirect pecuniary interest in the managed account because the Reporting Person (i) does not receive any incentive compensation from the managed account and (ii) does not have a direct or indirect interest in the managed account.

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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