

Seritage Growth Properties
Form SC 13G/A
February 16, 2016

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

SCHEDULE 13G
(Rule 13d-102)

**Information Statement Pursuant to Rules 13d-1 and 13d-2
Under the Securities Exchange Act of 1934
(Amendment No. 3)***

Seritage Growth Properties, Inc.
(Name of Issuer)

Class A common shares of beneficial interest, par value \$0.01 per share
(Title of Class of Securities)

81752R100
(CUSIP Number)

December 31, 2015
Date of Event Which Requires Filing of the 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)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 81752R100 **13G/A** Page 2 of 10 Pages

NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1.

Citadel Advisors LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2.(a)

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Delaware

NUMBER OF SOLE VOTING POWER
5.
0

SHARES

BENEFICIALLY SHARED VOTING POWER

OWNED BY 6.

EACH **365,936 shares**

REPORTING SOLE DISPOSITIVE POWER
PERSON 7.
0

WITH

SHARED DISPOSITIVE POWER

8.

See Row 6 above

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9.

See Row 6 above

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

1.5%¹

TYPE OF REPORTING PERSON

12.

IA; OO; HC

The percentages reported in this Schedule 13G/A are based upon 24,930,048 shares of Class A common shares of the issuer outstanding as of November 10, 2015 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on November 13, 2015).

CUSIP No. 81752R100 **13G/A** Page 3 of 10 Pages

NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1.

Citadel Advisors Holdings II LP

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2.(a)

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Delaware

NUMBER OF SOLE VOTING POWER
5.
0

SHARES

BENEFICIALLY SHARED VOTING POWER

OWNED BY 6.

EACH **389,309 shares**

REPORTING SOLE DISPOSITIVE POWER
PERSON 7.
0

WITH

SHARED DISPOSITIVE POWER

8.
See Row 6 above

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9.
See Row 6 above

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.
1.6%

TYPE OF REPORTING PERSON

12.
PN; HC

CUSIP No. 81752R100 **13G/A** Page 4 of 10 Pages

NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1.

Citadel GP LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2.(a)

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Delaware

NUMBER OF SHARES 5. SOLE VOTING POWER
0

BENEFICIALLY OWNED BY EACH REPORTING PERSON 6. SHARED VOTING POWER
389,359 shares

7. SOLE DISPOSITIVE POWER

WITH

0

SHARED DISPOSITIVE POWER

8.

See Row 6 above.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9.

See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ..

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

1.6%

TYPE OF REPORTING PERSON

12.

OO; HC

CUSIP No. 81752R100 **13G/A** Page 5 of 10 Pages

NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1.

Kenneth Griffin

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2.(a)

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

U.S. Citizen