

# 13F COMP NON-PUBLIC

5/17/99  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549



OMB Num 94 25 0110  
Expires: F  
Estimated average burden  
hours per response ....24.60

SEC USE ONLY

## FORM 13F

### INFORMATION REQUIRED OF INSTITUTIONAL INVESTMENT MANAGERS PURSUANT TO SECTION 13(f) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULES THEREUNDER

Report for the Calendar Year or Quarter Ended March 31, 1994

(Please read instructions before preparing form.)

If amended report check here

RBS Partners, L.P.

Name of Institutional Investment Manager

115 East Putnam Avenue Greenwich Connecticut 06830

Business Address (Street) (City) (State) (Zip)

E.J. Bird (203) 861-4600 Vice-President of General Partner

Name, Phone No., and Title of Person Duly Authorized to Submit This Report.

ATTENTION

Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff.

REC'D S.E.C.  
MAY 16 1994  
022

CONFIDENTIAL TREATMENT EXPIRES

The institutional investment manager submitting this Form and its attachments and the person by whom it is signed represent hereby that all information contained therein is true, correct and complete. It is understood that all required items, statements and schedules are considered integral parts of this Form and that the submission of any amendment represents that all unamended items, statements and schedules remain true, correct and complete as previously submitted.

Pursuant to the requirements of Securities Exchange Act of 1934, the undersigned institutional investment manager has caused this report to be signed on its behalf in the City of Greenwich and State of Connecticut on the 13th day of May, 1994.

RBS Partners, L.P.  
(Name of Institutional Investment Manager)

EJ Bird Vice Pres. of General Partner  
(Manual Signature of Person Duly Authorized to Submit This Report)

PROCESSED  
NOV 01 2004  
THOMSON FINANCIAL

Name and 13F file numbers of ALL Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report): (List in alphabetical order).

13F File Numbers will be assigned to Institutional Investment Managers after they file their first report.

Name:	13F File No.:	Name:	13F File No.:
1. NONE		6.	
2.		7.	
3.		8.	
4.		9.	
5.		10.	





FORM 13F  
C-O-N-F-I-D-E-N-T-I-A-L

Name of Reporting Manager RBS Partners, L.P.

Page 2 of 3

Item 1: Name of Issuer	Item 2: Title of Class	Item 3: CUSIP Number	Item 4: Fair Market Value	Item 5: Shares or Principal Amount	Item 6: Investment Discretion			Item 7: Managers See Instr. V	Item 8: Voting Authority (Shares)			(SEC USE ONLY)
					(a) Sole	(b) Shared As Defined in Instr. V	(c) Shared-Other		(a) Sole	(b) Shared	(c) None	
Allied Clinical Labs Inc.	Common	019076-10-8	4,505,000	353,324	353,324			353,324				
American Express Co	Common	025816-10-9	27,704,000	1,007,400	1,007,400			1,007,400				
BankAmerica Corp	Common	066050-10-5	13,643,000	346,500	346,500			346,500				
Enquirer/Star Group Inc	Common	293554-10-1	6,975,000	429,200	429,200			429,200				
Exar Corp.	Common	300645-10-8	3,742,000	164,500	164,500			164,500				
Federal Home Ln Mtg Corp	Common	313400-30-1	48,355,000	952,800	952,800			952,800				
Fund Amern Enterprises Hldgs	Common	360768-10-5	30,054,000	464,149	464,149			464,149				
GP Financial Corp.	Common	361935-10-9	17,732,000	965,000	965,000			965,000				
National Health Labs Inc.	Common	63633F-10-9	57,815,000	4,322,600	4,118,700	203,900		4,322,600				
PS Group Inc.	Common	693624-10-8	6,090,000	529,600	529,600			529,600				
Reebok Intl Ltd	Common	758110-10-0	35,963,000	1,050,000	1,050,000			1,050,000				
RJR Nabisco Holdings Corp	Common	74960K-10-8	14,375,000	2,500,000	2,500,000			2,500,000				
COLUMN TOTALS			266,953,000									

This Page



NON-PUBLIC

13FCONP 5/17/99

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

28-2610

OMB APPROVAL
OMB Num: [REDACTED]
Expires: [REDACTED]
Estimated hours per r: 93 30 6524
SEC USE ONLY

FORM 13F

INFORMATION REQUIRED OF INSTITUTIONAL INVESTMENT MANAGERS PURSUANT TO SECTION 13(f) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULES THEREUNDER

Report for the Calendar Year or Quarter Ended March 31, 1993

REC'D S.E.C.  
MAY 12 1993  
026

(Please read instructions before preparing form.)

If amended report check here

RBS Partners, L.P.  
 Name of Institutional Investment Manager  
 12222 Merit Drive, Suite 830 Dallas Texas 75251  
 Business Address (Street) (City) (State) (Zip)  
 E.J. Bird (214) 770-4601 Vice-President of General Partner  
 Name, Phone No., and Title of Person Duly Authorized to Submit This Report.

ATTENTION

Intentional misstatements or omissions of facts constitute Federal Criminal Violations  
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

CONFIDENTIAL TREATMENT EXPIRES  
AND/OR DENIED

The institutional investment manager submitting this Form and its attorneys and the person by whom it is signed represent hereby that all information contained therein is true, correct and complete. It is understood that all required items, statements and schedules are considered integral parts of this Form and that the submission of any amendment represents that all unamended items, statements and schedules remain true, correct and complete as previously submitted.

Pursuant to the requirements of Securities Exchange Act of 1934, the undersigned institutional investment manager has caused this report to be signed on its behalf in the City of Dallas and State of Texas on the 7th day of May, 1993.

PROCESSED  
3 NOV 01 2004  
THOMSON FINANCIAL

RBS Partners, L.P.  
 (Name of Institutional Investment Manager)  
 E.J. Bird Vice Pres. of General Partner  
 (Manual Signature of Person Duly Authorized to Submit This Report)

Name and 13F file numbers of ALL Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report): (List in alphabetical order).

13F File Numbers will be assigned to Institutional Investment Managers after they file their first report.

Name:	13F File No.:	Name:	13F File No.:
1. NONE		6.	
2.		7.	
3.		8.	
4.		9.	
5.		10.	



V. INDIVIDUAL RESULTS OF THE COMPANY
--------------------------------------

(Units in millions of pesetas)

		Current Year		Previous Year	
		Amount	%	Amount	%
+ Net turnover figure	0800	50,712	100.00%	44,176	100.00%
+ Other earnings	0810	1	0.00%	0	0.00%
+/- Changes in stocks of finished products and products in progress	0820	0	0.00%	0	0.00%
= TOTAL VALUE OF PRODUCTION	0830	50,713	100.00%	44,176	100.00%
- Net Purchases	0840	-27,234	-53.70%	-22,003	-49.81%
+/- Changes in stocks of goods, raw materials and other consumables	0850	0	0.00%	0	0.00%
- External and export expenses	0860	-13,693	-27.00%	-11,873	-26.88%
= ADJUSTED ADDED VALUE	0870	9,786	19.30%	10,300	23.32%
+/- Other expenses and earnings	0880	0	0.00%	0	0.00%
- Personnel expenses	0890	-4,031	-7.95%	-2,703	-6.12%
= GROSS TRADING RESULTS	0900	5,755	11.35%	7,597	17.20%
- Charge for depreciation of intangible assets	0910	-3,136	-6.18%	-3,376	-7.64%
- Charge to reserve fund	0915	0	0.00%	0	0.00%
- Change in working capital provisions	0920	0	0.00%	0	0.00%
= NET TRADING RESULTS	0930	2,619	5.16%	4,221	9.55%
+ Financial income	0940	1,411	2.78%	1,611	3.65%
- Financial expenses	0950	-895	-1.76%	-877	-1.99%
+ Capitalised interest and exchange differences	0960	0	0.00%	0	0.00%
- Amortisation and financial provisions charges	0970	0	0.00%	0	0.00%
= ORDINARY TRADING RESULTS	1020	3,135	6.18%	4,955	11.22%
+/- Results from intangible, tangible and control portfolio	1021	0	0.00%	0	0.00%
- Change in provisions for intangible, tangible and control portfolio	1023	-2,176	-4.29%	-7,391	-16.73%
+/- Results of transactions with treasury shares and own debentures	1025	0	0.00%	0	0.00%
+/- Prior financial year results	1026	0	0.00%	0	0.00%
+/- Other extraordinary results	1030	47	0.09%	1,072	2.43%
= RESULTS BEFORE TAX	1040	1,006	1.98%	-1,364	-3.09%
+/- Corporate and other taxes	1042	-77	-0.15%	1,114	2.52%
= FINANCIAL YEAR RESULTS	1044	929	1.83%	-250	-0.57%

**IV. BALANCE SHEET OF THE CONSOLIDATED GROUP**

(Units in millions of pesetas)

ASSETS			Current year	Previous year
A) SHAREHOLDERS WITH UNCALLED CAPITAL	1200		0	0
I.- Establishment expenses	1210		12,969	8,703
II.- Intangible fixed assets	1220		36,437	30,676
II.1 Rights/property under financial leasing	1221		0	0
II.2 Other intangible assets	1222		36,437	30,676
III.- Tangible fixed assets	1230		43,891	45,738
IV.- Investments	1240		55,107	34,229
V.- Long term shares of controlling company	1250		0	0
VI.- Long term trading debtors	1255		0	0
B) FIXED ASSETS	1260		148,404	119,346
C) CONSOLIDATED GOODWILL	1270		1,228	1,566
D) EXPENSES DISTRIBUTABLE OVER SEVERAL FINANCIAL YEARS	1280		3,030	1,968
I.- Shareholders with called up capital	1290		0	0
II.- Stocks	1300		21,167	14,415
III.- Debtors	1310		47,346	37,903
IV.- Short term financial investments	1320		1,723	4,699
V.- Short term controlling company shares	1330		0	0
VI.- Cash	1340		1,606	1,139
VII.- Periodical adjustments	1350		5,842	5,586
E) WORKING CAPITAL	1360		77,684	63,742
<b>TOTAL ASSETS (A+B+C+D+E)</b>	<b>1370</b>		<b>230,346</b>	<b>186,622</b>

LIABILITIES			Current Year	Previous Year
I.- Subscribed capital	1500		32,287	30,049
II.- Controlling company reserves	1510		28,471	6,113
III.- Consolidated companies' reserves	1520		-473	153
IV.- Conversion differences	1530		0	0
V.- Results imputable to the controlling company	1540		345	-1,108
VI.- Dividends on account paid in the financial year	1550		0	0
A) EQUITY	1560		60,630	35,207
B) EXTERNAL SHAREHOLDERS	1570		3,915	1,263
C) NEGATIVE CONSOLIDATED DIFFERENCE	1580		0	0
D) EARNINGS DISTRIBUTABLE OVER SEVERAL FINANCIAL YEARS	1590		9,046	47
E) PROVISIONS FOR RISKS AND EXPENSES	1600		1,255	3,917
I.- Issue of debentures and other negotiable securities	1610		0	0
II.- Debts with banks	1615		60,196	64,560
III.- Long term trade creditors	1625		0	0
IV.- Other long term debts	1630		13,041	11,236
F) LONG TERM CREDITORS	1640		73,237	75,796
I.- Issue of debentures and other negotiable securities	1650		0	0
II.- Debts with banks	1655		11,851	25,645
III.- Commercial creditors	1665		45,410	32,870
IV.- Other short term debts	1670		11,621	10,513
V.- Periodical adjustments	1680		13,381	1,364
G) SHORT TERM CREDITORS	1690		82,263	70,392
H) SHORT TERM PROVISIONS FOR RISKS AND EXPENSES	1695		0	0
<b>TOTAL LIABILITIES (A+B+C+D+E+F+G+H)</b>	<b>1700</b>		<b>230,346</b>	<b>186,622</b>

## V. CONSOLIDATED GROUP RESULTS

(Units in millions of pesetas)

		Current year		Previous year	
		Amount	%	Amount	%
+ Net turnover figure	1800	73,976	100.00%	60,128	100.00%
+ Other earnings	1810	3,083	4.17%	1,636	2.72%
+/- Changes in stocks of finished products and in progress	1820	0	0.00%	0	0.00%
<b>= TOTAL VALUE OF PRODUCTION</b>	<b>1830</b>	<b>77,059</b>	<b>104.17%</b>	<b>61,764</b>	<b>102.72%</b>
- Net Purchases	1840	-36,414	-49.22%	-28,795	-47.89%
+/- Changes in stocks of goods, raw materials and other consumables	1850	0	0.00%	0	0.00%
- External and export expenses	1860	-24,967	-33.75%	-21,307	-35.44%
<b>= ADJUSTED ADDED VALUE</b>	<b>1870</b>	<b>15,678</b>	<b>21.19%</b>	<b>11,662</b>	<b>19.40%</b>
+/- Other expenses and earnings	1880	0	0.00%	0	0.00%
- Personnel expenses	1890	-7,171	-9.69%	-5,223	-8.69%
<b>= GROSS TRADING RESULTS</b>	<b>1900</b>	<b>8,507</b>	<b>11.50%</b>	<b>6,439</b>	<b>10.71%</b>
- Charge for depreciation of intangible assets	1910	-9,273	-12.53%	-8,675	-14.40%
- Charge to reserve fund	1915	0	0.00%	0	0.00%
- Change in working capital provisions	1920	0	0.00%	0	0.00%
<b>= NET TRADING RESULTS</b>	<b>1930</b>	<b>-766</b>	<b>-1.04%</b>	<b>-2,218</b>	<b>-3.69%</b>
+ Financial income	1940	906	1.22%	1,288	2.14%
- Financial expenses	1950	-2,467	-3.33%	-2,709	-4.51%
+ Capitalised interest and exchange differences	1960	0	0.00%	0	0.00%
- Amortisation and financial provisions charges	1970	0	0.00%	0	0.00%
+/- Conversion results	1980	0	0.00%	0	0.00%
+/- Participation of equity method companies in results	1990	-3,196	4.3%	-4,235	7.0%
- Amortisation of consolidated goodwill	2000	-222	-0.30%	-222	-0.37%
+ Reversion of negative consolidated differences	2010	0	0.00%	0	0.00%
<b>= RESULT OF ORDINARY OPERATIONS</b>	<b>2020</b>	<b>-5,745</b>	<b>-7.77%</b>	<b>-8,096</b>	<b>-13.46%</b>
+/- Results from intangible, tangible, material fixed assets and control portfolio	2021	2,713	3.67%	0	0.00%
- Changes in intangible, tangible, material and control portfolio provisions	2023	0	0.00%	0	0.00%
+/- Results of transactions with treasury shares and own debentures	2025	0	0.00%	0	0.00%
+/- Prior financial year results	2026	0	0.00%	0	0.00%
+/- Other extraordinary results	2030	92	0.12%	1,169	1.94%
<b>= RESULTS BEFORE TAX</b>	<b>2040</b>	<b>-2,940</b>	<b>-3.97%</b>	<b>-6,927</b>	<b>-11.52%</b>
+/- Tax on profits	2042	2,896	3.91%	5,487	9.13%
<b>=CONSOLIDATED RESULT FOR THE FINANCIAL YEAR</b>	<b>2044</b>	<b>-44</b>	<b>-0.06%</b>	<b>-1,440</b>	<b>-2.39%</b>
+/- Results imputed to external shareholders	2050	388	0.53%	332	0.55%
<b>= FINANCIAL YEAR RESULTS IMPUTED TO THE CONTROLLING COMPANY</b>	<b>2060</b>	<b>345</b>	<b>0.47%</b>	<b>-1,108</b>	<b>-1.84%</b>

**VI. DISTRIBUTION BY ACTIVITY OF THE NET TURNOVER**

ACTIVITY		INDIVIDUAL		CONSOLIDATED	
		Current Year	Previous Year	Current Year	Previous Year
	2100	0	0	0	0
SUBSCRIBERS	2105	33,776	31,669	57,982	51,751
ADVERTISING	2110	3,180	2,447	3,697	2,699
OTHERS	2115	13,756	10,060	12,297	5,678
	2120	0	0	0	0
	2125	0	0	0	0
	2130	0	0	0	0
	2135	0	0	0	0
	2140	0	0	0	0
Executed works pending certification (*)	2145	0	0	0	0
<b>Total INCN</b>	<b>2150</b>	<b>50,712</b>	<b>44,176</b>	<b>73,976</b>	<b>60,128</b>
Internal market	2160	50,712	44,176	73,976	60,128
Exports: European Union	2170	0	0	0	0
OECD Countries	2173	0	0	0	0
Other countries	2175	0	0	0	0

(\*) Only construction companies to complete

**VII. AVERAGE NUMBER OF PERSONS EMPLOYED DURING THE PERIOD**

		INDIVIDUAL		CONSOLIDATED	
		Current year	Previous year	Current year	Previous year
TOTAL NUMBER OF PERSONS EMPLOYED	3.000	936	709	2,438	2,078

**VIII. EVOLUTION OF THE BUSINESS**

(The information to be included under this heading, in addition to performing those provisions set out in the instructions for filling in this semestral information form, must expressly mention the following: evolution of the revenue figure and costs related to said figure; composition and analysis of the main transactions that have generated extraordinary results; comments on the most relevant investment and divestment transactions, giving an explanation of the effect thereof on the company's working capital and, especially, on the treasury situation of the same; a sufficient explanation about the nature and effects of any entries that have given rise to a significant change in revenues or in the company's results in the current semester as compared with those notified in the previous quarter).

REFER TO ANNEX II

**VIII. EVOLUTION OF THE BUSINESS**

(The information to be included under this heading, in addition to performing those provisions set out in the instructions for filling in this semestral information form, must expressly mention the following: evolution of the revenue figure and costs related to said figure; composition and analysis of the main transactions that have generated extraordinary results; comments on the most relevant investment and divestment transactions, giving an explanation of the effect thereof on the company's working capital and, especially, on the treasury situation of the same; a sufficient explanation about the nature and effects of any entries that have given rise to a significant change in revenues or in the company's results in the current semester as compared with those notified in the previous quarter).

REFER TO ANNEX II

NOTE: if there is insufficient space in the boxes to set out the required information, the company may attach as many additional pages as it deems necessary.

ANNEX II

**SUBSCRIBERS**

There have been a number of changes in the dates of sporting events in the second quarter of 2000 that have given rise to differences in the number of subscribers as compared with last year: the Spanish football league ended at the start of May due to the holding of the European Football Champions 2000, which were broadcast on TV in open format, in accordance with the Spanish rules. These facts brought forward the usual drop in the number of subscribers in the summer months, but this has not prevented the growth of the Group's subscribers reaching its target during the semester:

Canal + is already installed in almost 1,790,000 Spanish homes. More than 90% of Canal Satélite Digital subscribers select the digital version of Canal + which increased its subscribers by 21.7% in the last twelve months.

	30/06/2000	31/12/1999	30/06/1999	06/00 vs 12/99	06/00 vs 06/99
Canal + Analógico	963,659	1,005,807	1,004,429	-4.2%	-4.1%
Canal + Digital	825,241	760,424	678,332	8.5%	21.7%
<b>TOTAL CANAL +</b>	<b>1,788,900</b>	<b>1,766,231</b>	<b>1,682,761</b>	<b>1.3%</b>	<b>6.3%</b>

CANAL SATÉLITE DIGITAL exceeded 900,000 subscribers by the end of this first semester 2000, a growth figure of 26.7% in the last twelve months.

	30/06/2000	31/12/1999	30/06/1999	06/00 vs 12/99	06/00 vs 06/99
<b>CANAL SATÉLITE DIGITAL</b>	<b>904,401</b>	<b>813,490</b>	<b>713,741</b>	<b>11.2%</b>	<b>26.7%</b>

## RESULTS

The Sogecable Group's revenues, in the first semester 2000, amounted to 77,059 million pesetas (463.1 million Euros), 24.8% more than the revenues obtained in the first six months of 1999.

The following is a breakdown of the revenues by activity:

	<b>1S2000</b> <b>M Ptas.</b> (Unaudited)	<b>1S1999</b> <b>M Ptas.</b> (Unaudited)	<b>1S2000</b> <b>M Euros</b> (Unaudited)	<b>1S1999</b> <b>M Euros</b> (Unaudited)	<b>% variation</b>
<b>TOTAL REVENUES</b>	<b>77,059</b>	<b>61,764</b>	<b>463.1</b>	<b>371.2</b>	<b>24.8%</b>
Subscribers	57,982	51,751	348.5	311.0	12.0%
Advertising	3,697	2,699	22.2	16.2	37.0%
Other revenues	15,380	7,314	92.4	44.0	110.3%

Income from subscribers represents 75% of the total revenues of the Group, and it continues to grow both due to the growth of the number of subscribers themselves and because of the increase of average spending by subscribers. Revenues from advertising continue to show strong growth of 37%, with the turnover by Canal Satélite Digital and the thematic channels producing the biggest growth in percentage terms.

Growth of *other income* is basically due to football pay-per-view sub-licences which Canal Satélite Digital began to record in September 1999, to growth in revenues by the subsidiary channel producers, and to the increase in the sales effort by Canal Satélite Digital.

Spending grew by 26.5% as compared with the first semester of 1999 due to the greater number of subscribers to Canal Satélite Digital and Canal +, to the imputation of spending from football sub-licences and the improvement in content by Canal + and Canal Satélite Digital.

The increase in personnel expenses shows the increase in the number of employees of the Group (2,438 in 2000 as compared with 2,078 in 1999) due to the higher activity rate and development of new products.

The Gross Trading Results (EBITDA) reached 8,507 million pesetas (51.1 million Euros), exceeding the results of the previous year by 32.1% which has made it possible to reduce Net Trading Losses to 766 million pesetas (4.6 million Euros) as against the 2,218 million pesetas (13.3 million Euros) in 1999.

During this first semester of 2000, the associated companies contributed to the Group's results with losses of 3,196 million pesetas (19.2 million Euros), of which 2,670 million pesetas relates to Audiovisual Sport.

The Net Consolidated Results attributed to the Controlling Company, after tax and minority interests, shows a profit of 345 million pesetas (2.1 million Euros) as against losses of 1,108 million pesetas in 1999 (6.7 million Euros).

**IX. DIVIDENDS DISTRIBUTED DURING THE PERIOD**

(State the dividends distributed since the commencement of the financial year)

		% over nominal value	Pesetas per share	Amount (Millions pesetas)
1. ORDINARY SHARES	3.100	0.0	0.0	0
2. PREFERENCE SHARES	3.110	0.0	0.0	0
3. NON-VOTING SHARES	3.120	0.0	0.0	0

**Additional information regarding the distribution of dividends (on account, complementary, etc.)**

SOGECABLE, S.A. has not distributed any dividends during the first semester of the 2000 financial year.
---

**X. SIGNIFICANT FACTS (\*)**

		YES	NO
1.- Acquisition or transfer of holdings in quoted companies giving rise to the obligation to communicate such acquisition or transfer (art 53 of the LMV) (5% and multiples thereof)	3200		X
2.- Acquisition of treasury shares giving rise to the obligation to communicate such acquisition according to additional provision 1 of the LSA (1%)	3210		X
3.- Other significant increases or reductions of assets (participations over 10% in unquoted companies, relevant material investments or disinvestments, etc.)	3220	X	
4.- Increases and reductions of share capital or of the value of the securities	3230		X
5.- Issues, reimbursements or cancellations of loans	3240		X
6.- Changes of directors or of the Board of Directors	3250	X	
7.- Changes to the Corporate Bylaws	3260	X	
8.- Restructuring, mergers or de-mergers	3270		X
9.- Significant changes in institutional regulations of the industry with a significant effect on the economic or financial situation of the Company or the Group	3280		X
10.- Litigation or contentious proceedings	3290		X
11.- Insolvencies, suspensions of payment, etc.	3310		X
12.- Special restriction agreements or total or partial assignment or waiver agreements of the political and economic rights attached to the Company's shares	3320		X
13.- Strategic agreements with domestic or international groups (exchange of share packages, etc.)	3330		X
14.- Other significant facts	3340	X	

(\*) Mark the pertinent box with a "x", and in the affirmative case, attach an explanatory annex setting out the notification date to the CNMV (National Securities Market Commission) and to the SRVB.