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MAY 17 1999

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

5/15/01

FORM 13F

Form 13F Cover Page

Report for the Calendar Year or Quarter Ended March 31, 1997

Check here if Amendment Amendment Number : 2
This Amendment (Check only one): is a restatement
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: RBS Partners, L.P.
Address: 1 Lafayette Place
Greenwich, CT 06830

Form 13F File Number: 28-2610

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: E.J. Bird
Title: Vice President of General Partner
Phone: (203) 861-4600

Signature, Place, and Date of Signing:

EJ Bird
(Signature)

Greenwich, CT
(City, State)

May 14, 1999
(Date)

Report Type (Check only one):

13F HOLDINGS REPORTS (Check here if all holdings of this reporting manager are reported in this report)

13F NOTICE (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

CONFIDENTIAL TREATMENT EXPIRES



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B THOMSON FINANCIAL

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FORM 13F Summary Page

Report Summary:

Number of Other Included Manager:	NONE
Form 13F Information Table Entry Total:	13
Form 13F Information Table Value Total:	348,882,000

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

NONE

