ORCHARD SUPPLY HARDWARE STORES CORP
Form 8-K
August 07, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)

of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):

August 6, 2013

Orchard Supply Hardware Stores Corporation

(Exact name of registrant as specified in its charter)

Delaware	**001-11679**	**95-4214109**
(State or other jurisdiction	**(Commission**	**(IRS Employer**

of incorporation)	File Number)	Identification No.)

6450 Via Del Oro

San Jose, CA **95119**
(Address of Principal Executive Offices) **(Zip Code)**

(408) 281-3500

Registrant s Telephone Number, Including Area Code

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

¨ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

¨ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12(b))

¨ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

¨ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Information.

As previously announced, on June 17, 2013, Orchard Supply Hardware Stores Corporation (the ***Company***) and its subsidiaries, Orchard Supply Hardware LLC and OSH Properties LLC (collectively, the ***Debtors***), filed voluntary petitions for relief (the ***Chapter 11 Petition***) under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the ***Bankruptcy Court***).

On August 6, 2013, the Debtors filed an amended monthly operating report for the period of June 17, 2013 - July 6, 2013 (the ***Monthly Operating Report***) with the Bankruptcy Court. The Monthly Operating Report is furnished with this Current Report on Form 8-K as **Exhibit 99.1**.

Cautionary Statement Regarding the Monthly Operating Report

The Company cautions investors and potential investors not to place undue reliance upon the information contained in the Monthly Operating Report, which was not prepared for the purpose of providing the basis for an investment decision relating to any of the securities of the Company. The Monthly Operating Report is limited in scope, is not presented in accordance with generally accepted accounting principles or SEC regulations applicable to financial statements contained in periodic reports filed with the SEC and has been prepared solely for the purpose of complying with requirements of the Bankruptcy Court. The Monthly Operating Report was not reviewed by independent accountants, is in a format prescribed by applicable bankruptcy laws, and is subject to future adjustment. The Monthly Operating Report also contains information for periods which are shorter or otherwise different from those required in the Company s reports pursuant to the Securities Exchange Act of 1934, as amended (the ***Exchange Act***), and such information might not be indicative of the Company s financial condition or operating results for a period that would be reflected in the Company s financial statements or in its reports pursuant to the Exchange Act. Information set forth in the Monthly Operating Report should not be viewed as indicative of future results.

Cautionary Statement Regarding Forward-Looking Statements

This Current Report on Form 8-K and **Exhibit 99.1** hereto may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are those involving future events and future results that are based on current expectations, estimates, forecasts, and projections as well as the current beliefs and assumptions of the Company s management. Words such as guidance , outlook , believes , expects , appears , may , will , should , intend , target , projects , estimates , plans , forecast negative thereof or comparable terminology, are intended to identify such forward looking statements. Any statement that is not a historical fact and other estimates, projections, future trends and the outcome of events that have not yet occurred referenced in this press release, is a forward-looking statement. Forward-looking statements are only predictions and are subject to risks, uncertainties and assumptions that are difficult to predict. Therefore actual results may differ materially and adversely from those expressed in any forward-looking statements. Factors that might cause or contribute to such differences include, but are not limited to, factors discussed under the section entitled Risk Factors in the Company s reports filed with the Securities and Exchange Commission, the ability to conclude the transaction with Lowe s or another bidder in the Court-supervised auction process under Section 363 of the Bankruptcy Code and the challenges and risks associated with operating the business under Chapter 11 protection. Many of such factors relate to events and circumstances that are beyond the Company s control. You should not place undue reliance on forward-looking statements. The Company does not assume any obligation to update the information contained in this press release.

Item 9.01 Financial Statement and Exhibits.

99.1 Monthly Operating Report, as amended, filed with the United States Bankruptcy Court for the District of Delaware.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 7, 2013

ORCHARD SUPPLY HARDWARE STORES CORPORATION

By: /s/ Michael W. Fox
Michael W. Fox

Senior Vice President, General Counsel and Secretary