

13FCON P 6/5/06

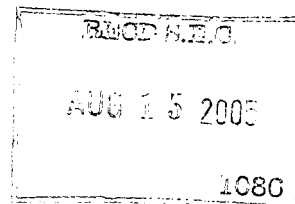
NON-PUBLIC

CONFIDENTIAL TREATMENT REQUESTED

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

FORM 13F

Form 13F Cover Page



Report for the Calendar Year or Quarter Ended June 30, 2005

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



CONFIDENTIAL TREATMENT EXPIRED

Institutional Investment Manager Filing this Report:

Name: RBS Partners, L.P.  
Address: 200 Greenwich Avenue  
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.

PROCESSED  
AUG 01 2006  
THOMSON  
FINANCIAL

Person Signing this Report on Behalf of Reporting Manager:

Name: Robert Jackowitz  
Title: Treasurer of ESL Investments, Inc., its General Partner  
Phone: (203) 861-4600

Signature, Place, and Date of Signing:

[Signature]  
(Signature)

Greenwich, CT  
(City, State)

8/15/05  
(Date)

Report Type ( Check only one):

- 13F HOLDINGS REPORT (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).)

[Handwritten mark]

# CONFIDENTIAL TREATMENT REQUESTED

## FORM 13F Summary Page

### Report Summary:

Number of Other Included Managers:	1
Form 13F Information Table Entry Total:	2
Form 13F Information Table Value Total:	\$15,959
	( in thousands )

### 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.

No.	Form 13F File Number	Name
1	28-	ESL Investments, Inc.

### Explanatory Note:

RBS Partners, LP ("RBS") hereby advises that ESL Investments, Inc. and RBS may be deemed to share investment discretion for purposes of Rule 13f-1(b) of the Securities Exchange Act of 1934 (the "Act") over certain 13(f) securities for which RBS exercises direct control.

