

RETAIL VENTURES INC
Form 3
June 03, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|---|--|---|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Schottenstein RVI LLC</p> <p>(Last) (First) (Middle)</p> <p>3241 WESTERVILLE ROAD</p> <p>(Street)</p> <p>COLUMBUS,Â OHÂ 432243751</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement (Month/Day/Year)</p> <p>05/30/2008</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>RETAIL VENTURES INC [RVI]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>___ Director ___X_ 10% Owner</p> <p>___ Officer ___ Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p>_X_ Form filed by One Reporting Person</p> <p>___ Form filed by More than One Reporting Person</p> |
|---|--|---|---|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock, without par value | 17,946,766 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

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| | | | | | | | |
|----------------------------------|------------------|------------|--|-----------|--------|------------|---|
| | | | | Shares | | (I) | |
| | | | | | | (Instr. 5) | |
| Term Loan Warrant ⁽¹⁾ | Â ⁽²⁾ | 06/11/2012 | Common Stock, without par value | 1,731,460 | \$ 4.5 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Schottenstein RVI LLC 3241 WESTERVILLE ROAD COLUMBUS, OH 432243751 | Â | Â X | Â | Â |

Signatures

By: By: Robert J. Tannous,
Attorney-in-Fact for

06/02/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Pursuant to the anti-dilution adjustment provisions of the term loan warrant as amended on July 5, 2005, Schottenstein RVI, LLC has a right to acquire an additional 342,709 common shares of the Issuer.
- (2) Immediate

Â

Remarks:
EXHIBITÂ INDEX
ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.