

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR/A

Initial quarterly Form 13F holdings report filed by institutional managers [amend]

Filing Date: **2013-01-14** | Period of Report: **2012-09-30**
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FILER

CBM Capital, Inc.

CIK: **1541340** | IRS No.: **133861030**

Type: **13F-HR/A** | Act: **34** | File No.: **028-14682** | Film No.: **13526898**

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

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2012

Check here if Amendment [X]; Amendment Number: 1

This Amendment (Check only one):
[X] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: CBM Capital, Inc.
Address: 645 Madison Avenue, 6th Floor
New York, NY 10022

Form 13F File Number: 028-14682

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.

Persons Signing this Report on Behalf of Reporting Manager:

Name: Brian I. Pidgeon
Title: President
Phone: (212) 404-4646

Signature, Place, and Date of Signing:

/s/ Brian I. Pidgeon	San Diego, CA	January 11, 2013
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[Signature]	[City, State]	[Date]

The institutional investment manager is filing this amendment to its report for the calendar quarter ended September 30, 2012 to correct errors in and add a new holdings entry to the information table.

Report Type (Check only one.):

- [X] 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).)

FORM 13F SUMMARY PAGE

REPORT SUMMARY:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 15

Form 13F Information Table Value Total: \$344,537 (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. 1
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Form 13F File Number: 028-14683

Name: CBM Management, L.P.

FORM 13F INFORMATION TABLE

<TABLE>
<CAPTION>

Column 1 NAME OF ISSUER	Column 2 TITLE OF CLASS	Column 3 CUSIP	Column 4 VALUE (x\$1000)	Column 5 SHRS/PRN AMT	SH/ PRN	PUT/ CALL	Column 6 INVESTMENT DISCRETION	Column 7 OTHER MANAGERS	Column 8 VOTING AUTHORITY	Sole <C>	Shared <C>	None <C>
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
AARONS INC	COM PAR \$0.50	002535300	36,407	1,309,127	SH		DEFINED	1			1,309,127	
AMERICAN EXPRESS CO	COM	025816109	798	14,040	SH		DEFINED	1			14,040	
ANIXTER INTL INC	COM	035290105	503	8,750	SH		DEFINED	1			8,750	
BED BATH & BEYOND INC	COM	075896100	80,151	1,272,238	SH		DEFINED	1			1,272,238	
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	265	2	SH		DEFINED	1			2	
CARMAX INC	COM	143130102	473	16,711	SH		DEFINED	1			16,711	
COMCAST CORP NEW	CL A	20030N101	8,990	251,500	SH		DEFINED	1			251,500	
CONOCOPHILLIPS	COM	20825C104	3,437	60,100	SH		DEFINED	1			60,100	
COSTCO WHSL CORP NEW	COM	22160K105	25,637	255,957	SH		DEFINED	1			255,957	
HOME DEPOT INC	COM	437076102	96,634	1,600,700	SH		DEFINED	1			1,600,700	
MICROSOFT CORP	COM	594918104	3,571	120,000	SH		DEFINED	1			120,000	
PHILLIPS 66	COM	718546104	1,393	30,050	SH		DEFINED	1			30,050	
SEARS HLDGS CORP	COM	812350106	1,666	30,019	SH		DEFINED	1			30,019	
US BANCORP DEL	COM NEW	902973304	29,800	868,800	SH		DEFINED	1			868,800	
WELLS FARGO & CO NEW	COM	949746101	54,812	1,587,383	SH		DEFINED	1			1,587,383	

</TABLE>