

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13G

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions

Filing Date: **1994-01-10**
SEC Accession No. **0000950123-94-000119**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

HILLS STORES CO /NEW/

CIK: **786877** | IRS No.: **311153510** | State of Incorporation: **DE** | Fiscal Year End: **0131**
Type: **SC 13G** | Act: **34** | File No.: **005-38982** | Film No.: **94500907**
SIC: **5311** Department stores

Mailing Address
15 DAN ROAD
CANTON MA 02021

Business Address
15 DAN RD
CANTON MA 02021
6178211000

FILED BY

LEHMAN BROTHERS INC//

CIK: **728586** | IRS No.: **132518466** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **SC 13G**
SIC: **6211** Security brokers, dealers & flotation companies

Mailing Address
AMERICAN EXPRESS TOWER
WORLD FINANCIAL CENTER
ATTN: GEN COUNSEL
NEW YORK NY 10285

Business Address
AMERICAN EXPRESS TWR
WORLD FINANCIAL CTR
NEW YORK NY 10285
2122982000

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Hills Stores Co.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

431692102000

(CUSIP Number)

Check the following box if a fee is being paid with this statement.
(X)

The information required in the remainder of this cover page (except any items to which the form provides a cross-reference) shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

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CUSIP No.
431692102000

1) Names of Reporting Person

Lehman Brothers Inc.

S.S. or I.R.S. Identification No. of Above Person

2) Check the Appropriate box if a Member of a Group

- (a) Sole
- (b) Joint Filing

3) SEC Use Only

4) Citizenship or Place of Organization

Delaware

5) Sole Voting Power

Number of Shares
Beneficially Owned
by Each Reporting
Person With

725,482

6) Shared Voting Power

0

7) Sole Dispositive Power

725,482

8) Shared Dispositive Power

0

9) Aggregate Amount Beneficially Owned by Each Reporting Person

725,482

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11) Percent of Class Represented by Amount in Row 9

8.1%

12) Type of Reporting Person

BD

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CUSIP No.
431692102000

1) Names of Reporting Person

American Express Company
S.S. or I.R.S. Identification No. of Above Person
13-4922250

2) Check the Appropriate box if a Member of a Group

- (a) Sole
- (b) Joint Filing

3) SEC Use Only

4) Citizenship or Place of Organization

New York

	5) Sole Voting Power	
Number of Shares		1,068,920
Beneficially Owned	6) Shared Voting Power	
by Each Reporting		0
Person With	7) Sole Dispositive Power	
		725,482
	8) Shared Dispositive Power	
		343,438
9) Aggregate Amount Beneficially Owned by Each Reporting Person		1,068,920

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10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
()

11) Percent of Class Represented by Amount in Row 9
11.9%

12) Type of Reporting Person

HC/CO

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Item 1(a). Name of Issuer: Hills Stores Co.

Item 1(b). Address of Issuer's Principal Executive Offices:

15 Dan Road
Canton, MA 02021

Item 2(a). Name of Person Filing:

Lehman Brothers Inc.
American Express Company

Item 2(b). Address of Principal Business Office:

3 World Financial Center
New York, NY 10285

Item 2(c). Citizenship or Place of Organization:

See Item 4 of cover pages

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

431692102000

Item 3. Information if statement is filed pursuant to Rules 13d-1(b) or 13d-2(b):

The persons filing this statement are Lehman Brothers Inc., a Broker/Dealer registered under Section 15 of the Act, and American Express Company, a parent holding company in accordance with Section 240.13d-1(b)(ii)(G).

Item 4. Ownership

(a) Amount Beneficially Owned as of: December 31, 1993

See Item 9 of cover pages

(b) Percent of Class:

See Item 11 of cover pages

(c) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote
- (ii) shared power to vote or to direct the vote
- (iii) sole power to dispose or to direct the disposition
- (iv) shared power to dispose or to direct the disposition

See Items 5-8 of cover pages

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Item 5. Ownership of Five Percent or Less of a Class

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary which Acquired the Security being reported on by the Parent Holding Company

See Exhibit 1

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group

Not Applicable.

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Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned hereby certifies that the information set forth in this statement is true, complete and correct.

Dated: January 10, 1994

LEHMAN BROTHERS INC.

By: /s/ Karen C. Manson

Name: Karen C. Manson
Title: First Vice President
Secretary

AMERICAN EXPRESS COMPANY

By: /s/ Karen C. Manson

Name: Karen C. Manson
Title: Authorized Representative

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EXHIBIT INDEX

Exhibit I	Identification and Classification of Relevant Subsidiaries
Exhibit II	Statement of Lehman Brothers Inc.
Exhibit III	Statement of American Express Company

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EXHIBIT I
TO SCHEDULE 13G

The persons filing this statement are Lehman Brothers Inc., a registered Broker/Dealer and American Express Company, a parent holding company. The relevant subsidiaries are Lehman Brothers Inc. and IDS Financial Corporation.

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EXHIBIT II
TO
SCHEDULE 13G
UNDER THE
SECURITIES EXCHANGE ACT OF 1934

Pursuant to Rule 13d-1(f) (1) Lehman Brothers Inc., affirms it is individually eligible to use Schedule 13G and agrees that this Schedule is filed on its behalf.

LEHMAN BROTHERS INC.

By: /s/ Karen C. Manson

Name: Karen C. Manson
Title: First Vice President
Secretary

EXHIBIT III
TO
SCHEDULE 13G
UNDER THE
SECURITIES EXCHANGE ACT OF 1934

American Express Company, 3 World Financial Center, New York, New York disclaims beneficial ownership of the securities referred to in the Schedule 13G to which this exhibit is attached, and the filing of this Schedule 13G shall not be construed as an admission that American Express Company is, for the purpose of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, the beneficial owner of any securities covered by this Schedule 13G.

Pursuant to Rule 13d-1(f)(1) and subject to the preceding disclaimer, American Express Company affirms it is individually eligible to use Schedule 13G and agrees that this Schedule is filed on its behalf, and authorizes the President, any Vice President, the Comptroller, the Secretary, and the General Counsel or any Associate General Counsel, each with power to act singly, of each subsidiary of American Express Company making this filing to sign this statement on behalf of American Express Company.

AMERICAN EXPRESS COMPANY

By: /s/ Stephen P. Norman

Name: Stephen P. Norman
Title: Secretary