

Scholl Greg J.
Form 4/A
April 22, 2009

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Scholl Greg J.

(Last) (First) (Middle)

C/O THE ORCHARD
ENTERPRISES, INC., 23 E. 4TH
ST., 3RD FLOOR

(Street)

NEW YORK, NY 10003

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Orchard Enterprises, Inc. [ORCD]

3. Date of Earliest Transaction
(Month/Day/Year)

04/09/2009

4. If Amendment, Date Original
Filed(Month/Day/Year)
04/09/2009

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

CEO, President, Treasurer

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/09/2009		P		100	A	\$ 1.65	134,142 ⁽¹⁾	D	
Common Stock	04/09/2009		P		1,400	A	\$ 1.65	135,542 ⁽¹⁾	D	
Common Stock	04/09/2009		P		450	A	\$ 1.65	135,992 ⁽¹⁾	D	
Common Stock	04/09/2009		P		1,000	A	\$ 1.69	136,992 ⁽¹⁾	D	
Common Stock	04/09/2009		P		200	A	\$ 1.69	137,192 ⁽¹⁾	D	

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Common Stock	04/09/2009	P	200	A	\$ 1.7	137,392 <u>(1)</u>	D
Common Stock	04/09/2009	P	118	A	\$ 1.7	137,510 <u>(1)</u>	D
Common Stock	04/09/2009	P	1,000	A	\$ 1.75	138,510 <u>(1)</u>	D
Common Stock	04/09/2009	P	100	A	\$ 2	138,610 <u>(1)</u>	D
Common Stock	04/09/2009	P	400	A	\$ 1.98	139,010 <u>(1)</u>	D
Common Stock	04/09/2009	P	2,000	A	\$ 2	141,010 <u>(1)</u>	D
Common Stock	04/09/2009	P	4,091	A	\$ 2	145,101 <u>(1)</u>	D
Common Stock	04/09/2009	P	600	A	\$ 2	145,701 <u>(1)</u>	D
Common Stock	04/09/2009	P	500	A	\$ 2	146,201 <u>(1)</u>	D
Common Stock	04/09/2009	P	500	A	\$ 2.02	146,701 <u>(1)</u>	D
Common Stock	04/09/2009	P	570	A	\$ 2.11	147,271 <u>(1)</u>	D
Common Stock	04/09/2009	P	200	A	\$ 2.25	147,471 <u>(1)</u>	D
Common Stock	04/09/2009	P	700	A	\$ 2.25	148,171 <u>(1)</u>	D
Common Stock	04/09/2009	P	200	A	\$ 2.05	148,371 <u>(1)</u>	D
Common Stock	04/09/2009	P	200	A	\$ 2.25	148,571 <u>(1)</u>	D
Common Stock	04/09/2009	P	100	A	\$ 2.22	148,671 <u>(1)</u>	D
Common Stock	04/09/2009	P	400	A	\$ 2.25	149,071 <u>(1)</u>	D
Common Stock	04/09/2009	P	100	A	\$ 2.25	149,171 <u>(1)</u>	D
Common Stock	04/09/2009	P	30	A	\$ 2.25	149,201 <u>(1)</u>	D
Common Stock	04/09/2009	P	400	A	\$ 2.23	149,601 <u>(1)</u>	D
	04/09/2009	P	1,600	A		151,201 <u>(1)</u>	D

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Common					\$		
Stock					2.25		
Common	04/09/2009	P	341	A	\$	151,542 ⁽¹⁾	D
Stock					1.97		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Scholl Greg J.
C/O THE ORCHARD ENTERPRISES, INC.
23 E. 4TH ST., 3RD FLOOR
NEW YORK, NY 10003

X

CEO, President, Treasurer

Signatures

/s/ Greg Scholl 04/22/2009

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) This amended Form 4 is being filed to reflect 91,743 shares of Common Stock transferred to the reporting person on January 1, 2009 in accordance with the Deferred Stock Award Agreement dated October 2, 2007 and 5,555 shares of Common Stock which vested on

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February 13, 2009 in accordance with the Restricted Stock Award Agreement dated November 13, 2007. Each of these grants of Common Stock were previously reported on Form 4 but the total amount of Common Stock beneficially owned following the April 9, 2009 purchases was not updated to reflect these shares.

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.