

SYMS CORP
Form 15-12B/A
February 12, 2008

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

OMB APPROVAL
OMB Number:
3235-0167
Expires:
February 29, 2008
Estimated average
burden
hours per response .
. 1.50

Amendment No. 2 to Form 15 on
FORM 15/A

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS
13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number 1-8546

SYMS CORP
(Exact name of registrant as specified in its charter)

One Syms Way, Secaucus, New Jersey 07094
(Address, including zip code, and telephone number, including area code, of registrant's principal executive
offices)

Common Stock, \$0.05 Par Value Per Share
(Title of each class of securities covered by this Form)

None
(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the
duty to file reports:

- | | |
|--|--|
| Rule 12g-4(a)(1)(i) <input type="radio"/> | Rule 12h-3(b)(1)(i) <input type="radio"/> |
| Rule 12g-4(a)(1)(ii) <input type="radio"/> | Rule 12h-3(b)(1)(ii) <input type="radio"/> |
| Rule 12g-4(a)(2)(i) <input type="radio"/> | Rule 12h-3(b)(2)(i) <input type="radio"/> |
| Rule 12g-4(a)(2)(ii) <input type="radio"/> | Rule 12h-3(b)(2)(ii) <input type="radio"/> |
| | Rule 15d-6 <input type="radio"/> |

Approximate number of holders of record as of the certification or notice
date: 413

Explanatory Note: The purpose of this Amendment No. 2 is to withdraw, effective upon filing hereof, the Form 15 filed on January 14, 2008, as amended on February 1, 2008 (Commission File No. 001-08546).

Pursuant to the requirements of the Securities Exchange Act of 1934 Syms Corp has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date February 12, 2008 By: /s/ Marcy Syms
Marcy Syms
Chief Executive Officer

Instruction: This form is required by Rules 12g-4, 12h-3 and 15d-6 of the General Rules and Regulations under the Securities Exchange Act of 1934. The registrant shall file with the Commission three copies of Form 15, one of which shall be manually signed. It may be signed by an officer of the registrant, by counsel or by any other duly authorized person. The name and title of the person signing the form shall be typed or printed under the signature.

SEC2069(12-04) 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.