

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

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol
Orchard Enterprises, Inc. [ORCD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/09/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO, President, Treasurer

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

(Street)

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

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

NEW YORK, NY 10003

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price (A) or (D) | | |
| 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 Stock | 04/09/2009 | | P | 341 | A | \$ | 151,542 ⁽¹⁾ | D |
| | | | | | | 1.97 | | |

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

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. SEC 1474 (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. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

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 Date
 Reporting Person

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.

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