

BARINGTON/HILCO ACQUISITION CORP.

Form SC 13G

March 10, 2015

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. )\*

**BARINGTON/HILCO ACQUISITION CORP.** (Name of Issuer)

**Common stock, par value of \$0.0001 per share** (Title of Class of Securities)

**06759V101** (CUSIP Number)

**February 27, 2015** (Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)  Rule 13d-1(c)  Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see Instructions).

CUSIP No.: 06759V101

1 NAME OF REPORTING PERSON AQR Capital Management, LLC I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware, USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER
	6	SHARED VOTING POWER 600,000
	7	SOLE DISPOSITIVE POWER
	8	SHARED DISPOSITIVE POWER 600,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
600,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11.33%

12 TYPE OF REPORTING PERSON IA

CUSIP No.: 06759V101

ITEM 1(a). NAME OF ISSUER:

BARINGTON/HILCO ACQUISITION CORP.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

888 Seventh Avenue, 17th Floor  
New York, NY 10019

ITEM 2(a). NAME OF PERSON FILING:

(1) AQR Capital Management, LLC  
(2) AQR Capital Management Holdings, LLC  
AQR Capital Management, LLC is a wholly owned subsidiary of AQR Capital Management Holdings, LLC.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

(1) TWO GREENWICH PLAZA  
GREENWICH, CT 06830  
(2) TWO GREENWICH PLAZA  
GREENWICH, CT 06830

ITEM 2(c). CITIZENSHIP:

(1) Delaware, USA  
(2) Delaware, USA

ITEM 2(d). TITLE OF  
CLASS OF  
SECURITIES:

Common stock, par value of  
\$0.0001 per share

ITEM 2(e). CUSIP  
NUMBER:

06759V101

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTION  
240.13d-1(b), or 13d-2(b) or (c) CHECK WHETHER THE PERSON  
FILING IS A:

- (a)  Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78c);
- (b)  Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c)  Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8);
- (e)  An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with 240.13d1(b)(1)(ii)(J), please specify the type of institution:

ITEM 4. OWNERSHIP:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

600,000As of 2/27/2015 AQR Capital Management, LLC held Units representing 600,000 shares of common stock.

(b) Percent of class:

11.33%

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

(i) Sole power to vote or to direct the vote:

(ii) Shared power to vote or to direct the vote:

600,000

(iii) Sole power to dispose or to direct the disposition of:

(iv) Shared power to dispose or to direct the disposition of:

ITEM 5. OWNERSHIP OF  
FIVE PERCENT OR  
LESS OF A CLASS:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [  ].

ITEM 6. OWNERSHIP OF  
MORE THAN FIVE  
PERCENT ON  
BEHALF OF  
ANOTHER  
PERSON:

AQR Capital Management, LLC serves as the investment manager to the AQR Diversified Arbitrage Fund, an open-end registered investment company, which holds 9.20% of the total listed in item 4(b).

ITEM 7. IDENTIFICATION  
AND  
CLASSIFICATION  
OF THE  
SUBSIDIARY  
WHICH ACQUIRED  
THE SECURITY  
BEING REPORTED  
ON BY THE  
PARENT HOLDING

COMPANY:

See Item 2(a) above.

IDENTIFICATION  
AND  
ITEM 8. CLASSIFICATION  
OF MEMBERS OF  
THE GROUP:

This Item [8] is not  
applicable.

NOTICE OF  
ITEM 9. DISSOLUTION OF  
GROUP:

This Item [9] is not  
applicable.

ITEM 10. CERTIFICATION:

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

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this  
statement is true, complete and correct.

March 10, 2015

Date

AQR Capital Management, LLC

/s/ Bradley D. Asness

Signature

Bradley D. Asness, Chief Legal Officer

Name/Title

March 10, 2015

Date

AQR Capital Management Holdings, LLC

/s/ Bradley D. Asness

SIGNATURE

Signature

Bradley D. Asness, Authorized Signatory

Name/Title

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).