

SEARS ROEBUCK & CO
Form 4
December 06, 2004

FORM 4

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

OMB APPROVAL

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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 *
WHITE WILLIAM C III

2. Issuer Name and Ticker or Trading Symbol
SEARS ROEBUCK & CO [S]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3333 BEVERLY ROAD

3. Date of Earliest Transaction (Month/Day/Year)
12/03/2004

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Executive Vice President

(Street)

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

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

HOFFMAN ESTATES, IL 60179

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Shares	12/03/2004	12/03/2004	M		6,134 A \$ 38.65	D	
Common Shares	12/03/2004	12/03/2004	M		9,000 A \$ 37.94	D	
Common Shares	12/03/2004	12/03/2004	M		10,000 A \$ 21.64	D	
Common Shares	12/03/2004	12/03/2004	M		6,666 A \$ 27.12	D	
Common Shares	12/03/2004	12/03/2004	M		38,000 A \$ 44.53	D	

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Common Shares	12/03/2004	12/03/2004	S	9,200	D	\$ 52.35	95,600	D	
Common Shares	12/03/2004	12/03/2004	S	60,400	D	\$ 52.34	35,200	D	
Common Shares	12/03/2004	12/03/2004	S	200	D	\$ 52.32	35,000	D	
Common Shares (401(k) Plan)							463,397	I	401(k)

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.

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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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 44.53	12/03/2004	12/03/2004	M		38,000	12/01/2004	02/04/2014	Common Shares	38,000
Option (Right to Buy)	\$ 21.64	12/03/2004	12/03/2004	M		10,000	(2)	02/13/2013	Common Shares	10,000
Option (Right to Buy)	\$ 27.12	12/03/2004	12/03/2004	M		6,666	(2)	04/25/2013	Common Shares	6,666
Option (Right To Buy)	\$ 38.65	12/03/2004	12/03/2004	M		6,134	(3)	02/14/2011	Common Shares	6,134
Option (Right to Buy)	\$ 37.94	12/03/2004	12/03/2004	M		9,000	(3)	10/10/2011	Common Shares	9,000

