

GOOD MARK
Form 4
November 23, 2004

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
GOOD MARK

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

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/19/2004

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Executive Vice President

HOFFMAN ESTATES, IL 60179

(City) (State) (Zip)

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

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 Shares | 11/19/2004 | 11/19/2004 | M | 4,300 A \$ 40.07 | 29,634 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | M | 8,500 A \$ 44.07 | 38,134 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | M | 5,039 A \$ 31.07 | 43,173 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | M | 2,402 A \$ 56.94 | 45,575 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | M | 1,929 A \$ 47.1 | 47,504 | D | |

Edgar Filing: GOOD MARK - Form 4

| | | | | | | | | | |
|-----------------------------|------------|------------|---|--------|---|----------|------------|---|--------|
| Common Shares | 11/19/2004 | 11/19/2004 | M | 13,700 | A | \$ 38.65 | 61,204 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | M | 27,000 | A | \$ 37.94 | 88,204 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | M | 5,000 | A | \$ 32.65 | 93,204 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | S | 3,000 | D | \$ 52.92 | 90,204 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | S | 4,068 | D | \$ 52.9 | 86,136 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | S | 3,000 | D | \$ 52.89 | 83,136 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | S | 11,000 | D | \$ 52.88 | 72,136 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | S | 6,000 | D | \$ 52.87 | 66,136 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | S | 18,000 | D | \$ 52.85 | 48,136 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | S | 1,000 | D | \$ 52.82 | 47,136 | D | |
| Common Shares | 11/19/2004 | 11/19/2004 | S | 19,400 | D | \$ 52.78 | 27,736 | D | |
| Common Shares (401(k) Plan) | | | | | | | 1,935.5922 | 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.

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. Amount or | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|-----------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or |

Edgar Filing: GOOD MARK - Form 4

(2) Employee Stock Option grant in consideration of service as an employee.

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.