

SEARS ROEBUCK & CO  
Form S-8 POS  
March 14, 2001

As filed with the Securities and Exchange Commission on March 12, 2001

Registration No. 333-56272

**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**Post Effective Amendment No. 1 to  
FORM S-8**

Registration Statement  
under  
The Securities Act of 1933

**SEARS, ROEBUCK AND CO.**

(Exact name of registrant as specified in its charter)

**New York**  
(State of jurisdiction of  
incorporation or organization)

**36-1750680**  
(I.R.S. employer  
identification no.)

**3333 Beverly Road**  
**Hoffman Estates, Illinois 60179**  
(Address of principal executive offices, including zip code)

**SEARS 401(k) SAVINGS PLAN**

(Full title of the plan)

**Anastasia D. Kelly**  
**Executive Vice President and General Counsel**

**Sears, Roebuck and Co.**  
**3333 Beverly Road**  
**Hoffman Estates, Illinois 60179**  
(Name and address of agent for service)

(847) 286-2500

(Telephone number, including area code, of agent for service)

## PART II

### INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Items 3. Pursuant to General Instruction E to Form S-8, the contents of the company's Registration Statement on Form S-8, File No. 333-56272 are incorporated herein by reference.  
through 7.  
and 9.

Item 8. Exhibits.

The Exhibits to this Post-Effective Amendment No. 1 to Registration Statement on Form S-8, File No. 333-56272 are listed in the Exhibit Index (below) of this Registration Statement, which Index is incorporated herein by reference.

## SIGNATURES

The Registrant. Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Hoffman Estates, State of Illinois, on March 1, 2001.

### SEARS, ROEBUCK AND CO.

\*/S/ Jeffrey N. Boyer

By:

Jeffrey N. Boyer

Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the date indicated:

Signature	Title	Date
Alan J. Lacy*	Director, President, and Chief Executive Officer (Principal Executive Officer)	

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Jeffrey N. Boyer*	Senior Vice President and Chief Financial Officer (Principal Financial Officer)	
Glenn Richter*	Vice President and Controller (Principal Accounting Officer)	
Hall Adams, Jr.*	Director	
Brenda C. Barnes*	Director	March 12, 2001
Warren L. Batts*	Director	
James R. Cantalupo*	Director	
W. James Farrell*	Director	
Michael A. Miles*	Director	
Hugh B. Price*	Director	
Dorothy A. Terrell*	Director	

\*By: /s/Jeffrey N. Boyer  
Jeffrey N. Boyer  
Individually and as Attorney-in-fact

## EXHIBIT INDEX

### Exhibit Number

- 15. Acknowledgment of Deloitte & Touche LLP regarding unaudited interim information\*
- 23. Consent of Deloitte & Touche LLP\*
- 24. Powers of Attorney of certain officers and directors of Sears, Roebuck and Co.\*

\*Filed herewith