



B#:	2047-14
Date:	10/17/2014
To:	All Participants
Category:	Dividends
From:	Supervisor, Stock Dividend Department
Attention:	Dividend Managers, Cashiers, and Reorganization Managers
Subject:	Rights Offering: Sears Holding Corp CUSIP: 812350106 Rights CUSIP: 812350130 R/D: 10/16/2014 Payable Date: 10/16/2014 Ex Date: 10/17/2014 S/D: 10/21/2014 Rate: 1 for 1 Expiration Date: 11/07/2014 5:00 P.M. New York Time

*****WARNING TIME CRITICAL*****

Sears Holding Corp is issuing transferable Rights of Sears Holdings Corp to holders as of the close of business on 10/16/2014, the Record Date. Each holder is entitled to receive one right for each share held. The Ex-Date established for this distribution is 10/17/2014. Interim tracking applies from 10/17/2014 through 10/21/2014.

DTC anticipates allocating rights on 10/22/2014.

THE DIVIDEND POSITION AND ALLOCATION HISTORY (DPAL) OPTION, ACCESSED VIA THE PTS DIVIDEND ANNOUNCEMENTS INQUIRY FUNCTION (DIVA), SHOULD BE USED TO CONFIRM YOUR RECORD DATE POSITION HISTORY.

IT IS IMPORTANT THAT PARTICIPANTS REFER TO THE DTC REORGANIZATION INQUIRY FOR PARTICIPANTS (RIPS), FUNCTION CODE 59, FOR INFORMATION REGARDING THE SUBSCRIPTION PRIVILEGE AND ANY EXTENSIONS TO THE EXPIRATION DATE.

If participants have any questions regarding this Important Notice, they may contact DTC’s Customer Help Center at (888) 382-2721.

If participants have any questions regarding this Rights Offering, please contact the Information Agent Georgeson Inc., at (866) 741-9588. (toll-free) or via email at SearsCanadaOffer@georgeson.com.

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