

SEARS ROEBUCK ACCEPTANCE CORP

Form 424B2

December 24, 2002

Filed Under Rule 424(b)(2), Registration Statement No. 333-92082

Pricing Supplement Number 2 Dated Monday, December 23, 2002

(To: Prospectus Supplement Dated December 06, 2002 and Prospectus Dated December 06, 2002)

| CUSIP Number | Aggregate Principal Amount | Selling Price | Gross Concession | Net Proceeds | Coupon Rate | Coupon Frequency | Maturity Date | 1st Coupon Date | 1st Coupon Amount | Survivor's Option |
|--------------|----------------------------|---------------|------------------|-----------------|-------------|------------------|---------------|-----------------|-------------------|-------------------|
| 8124JFAE6 | \$42,917,000.00 | 100% | .625% | \$42,648,768.75 | 5.750% | SEMI-ANNUAL | 12/15/2005 | 06/15/2003 | \$26.83 | YES |

Redemption Information: Non-Callable.

Joint Lead Managers and Lead Agents: Banc of America Securities LLC, INCAPITAL, LLC Agents: A.G. Edwards & Sons, Inc., Banc One Securities, CSFB, Deutsche Banc Sec., Edward D. Jones & Co., L.P., Merrill Lynch & Co., Morgan Stanley, Pershing, Inc., Prudential Securities, Quick and Reilly Inc., RBC Dain Rauscher, U.S. Bancorp Piper Jaffray, UBS PaineWebber, Wachovia Securities

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| 8124JFAF3 | \$25,351,000.00 | 100% | 1.000% | \$25,097,490.00 | 6.700% | SEMI-ANNUAL | 12/15/2007 | 06/15/2003 | \$31.27 | YES |

Redemption Information: Non-Callable.

Joint Lead Managers and Lead Agents: Banc of America Securities LLC, INCAPITAL, LLC Agents: A.G. Edwards & Sons, Inc., Banc One Securities, CSFB, Deutsche Banc Sec., Edward D. Jones & Co., L.P., Merrill Lynch & Co., Morgan Stanley, Pershing, Inc., Prudential Securities, Quick and Reilly Inc., RBC Dain Rauscher, U.S. Bancorp Piper Jaffray, UBS PaineWebber, Wachovia Securities

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| 8124JFAG1 | \$54,895,000.00 | 100% | 1.500% | \$54,071,575.00 | 7.500% | SEMI-ANNUAL | 12/15/2012 | 06/15/2003 | \$35.00 | YES |

Redemption Information: Non-Callable.

Joint Lead Managers and Lead Agents: Banc of America Securities LLC, INCAPITAL, LLC Agents: A.G. Edwards & Sons, Inc., Banc One Securities, CSFB, Deutsche Banc Sec., Edward D. Jones & Co., L.P., Merrill Lynch & Co., Morgan Stanley, Pershing, Inc., Prudential Securities, Quick and Reilly Inc., RBC Dain Rauscher, U.S. Bancorp Piper Jaffray, UBS PaineWebber, Wachovia Securities

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| 8124JFAH9 | \$27,994,000.00 | 100% | 1.200% | \$27,658,072.00 | 7.300% | SEMI-ANNUAL | 12/15/2009 | 06/15/2003 | \$34.07 | YES |

Redemption Information: Callable at 100.000% on 12/15/2004 and every coupon date thereafter..

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Joint Lead Managers and Lead Agents: Banc of America Securities LLC, INCAPITAL, LLC **Agents:** A.G. Edwards & Sons, Inc., Banc One Securities, CSFB, Deutsche Banc Sec., Edward D. Jones & Co., L.P., Merrill Lynch & Co., Morgan Stanley, Pershing, Inc., Prudential Securities, Quick and Reilly Inc., RBC Dain Rauscher, U.S. Bancorp Piper Jaffray, UBS PaineWebber, Wachovia Securities

Sears Roebuck Acceptance Corp. Internotes will be subject to redemption at the option of Sears Roebuck Acceptance Corp., in whole on the Interest Payment Date occurring any time on or after 12/15/2004 at a redemption price equal to 100% of the principal amount of the Sears Roebuck Acceptance Corp. InterNotes, plus accrued interest thereon, if any, upon at least 30 days prior notice to the Noteholder and the Trustee, as described in the Prospectus.

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|---------------------------------------|---|--|
| <p>Sears Roebuck Acceptance Corp.</p> | <p>Trade Date: Monday, December 23, 2002 @12:00 PM ET Settlement Date (Original Issue Date): Friday, December 27, 2002 Minimum Denomination/Increments: 1 Note/1 Note Initial trades settle flat and clear SDFS: DTC Book Entry only DTC number: 0262 via BNY Clearing Services, LLC</p> <p>If the stated maturity date, date of earlier redemption or repayment or interest payment date for any note is not a business day, principal and interest for that note will be paid on the next business day, and no interest will accrue on the amount payable from the stated maturity date, date of earlier redemption or repayment or interest payment date to that next business day.</p> <p><i>InterNotes® is the trade mark of INCAPITAL, LLC. All rights reserved</i></p> | <p>Sears Roebuck Acceptance Corp. \$2,000,000,000.00 Sears Roebuck Acceptance Corp. InterNotes Prospectus Dated 06-Dec-02</p> |
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