

Edgar Filing: LANDS END INC - Form SC TO-C

LANDS END INC  
Form SC TO-C  
May 13, 2002

=====

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE TO  
(Rule 14d-100)  
Tender Offer Statement Under Section 14(d) (1)  
or Section 13(e) (1) of the Securities Exchange Act of 1934

-----

LANDS' END, INC.  
(Name of Subject Company (Issuer))

INLET ACQUISITION CORP.  
a wholly owned subsidiary of  
SEARS, ROEBUCK AND CO.  
(Names of Filing Persons (Offerors))

COMMON STOCK, PAR VALUE \$.01 PER SHARE  
(Title of Class of Securities)

-----

515086106  
(CUSIP Number of Class of Securities)

Anastasia D. Kelly  
Senior Vice President and General Counsel  
Sears, Roebuck and Co.  
3333 Beverly Road  
Hoffman Estates, Illinois 60179  
Telephone : (847) 286-2500

(Name, address and telephone number of  
person authorized to receive notices  
and communications on behalf of filing persons)

With a copy to:  
Gary P. Cullen, Esq.  
Skadden, Arps, Slate, Meagher & Flom (Illinois)  
333 West Wacker Drive  
Chicago, Illinois 60606  
Telephone: (312) 407-0700

Check the box if any part of the fee is offset as provided by Rule  
0-11(a)(2) and identify the filing with which the offsetting fee was  
previously paid. Identify the previous filing by registration  
statement number or the Form or Schedule and the date of its filing.  
Amount Previously Paid: \$ \_\_\_\_\_ Filing party: \_\_\_\_\_  
Form or Registration No.: \_\_\_\_\_ Date Filed: \_\_\_\_\_

Check the box if the filing relates solely to preliminary  
communications made before the commencement of a tender offer.  
Check the appropriate boxes below to designate any transactions to which  
the statement relates:

Edgar Filing: LANDS END INC - Form SC TO-C

third-party tender offer subject to Rule 14d-1.

issuer tender offer subject to Rule 13e-4.

going-private transaction subject to Rule 13e-3.

amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer:

=====

Item 12. Exhibits

- (a) (5) (A) Press Release issued by Sears, Roebuck and Co. on May 13, 2002
- (a) (5) (B) Key Messages for Sears Corporate Strategic Leadership Team
- (a) (5) (C) Letter to Sears Associates, dated May 13, 2002, from Alan J. Lacy posted on the Sears Intranet
- (a) (5) (D) Slides used in Conference Call held on May 13, 2002

EXHIBIT INDEX

Exhibit            Exhibit Name  
-----            -----

- (a) (5) (A) Press Release issued by Sears, Roebuck and Co. on May 13, 2002
- (a) (5) (B) Key Messages for Sears Corporate Strategic Leadership Team
- (a) (5) (C) Letter to Sears Associates, dated May 13, 2002, from Alan J. Lacy posted on the Sears Intranet
- (a) (5) (D) Slides used in Conference Call held on May 13, 2002