

SEARS HOLDINGS CORPORATION

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Corporate Governance

Board of Directors

The board of directors of Sears Holdings Corporation has seven members. The members will serve until the next Annual Stockholders Meeting.

Sears Holdings Corporation's directors are as follows:

[Edward S. Lampert](#)
[W. Bruce Johnson](#)
[William C. Kunkler III](#)
[Steven T. Mnuchin](#)
[Ann N. Reese](#)
[Emily Scott](#)
[Thomas J. Tisch](#)

Edward S. Lampert, Chairman of our Board of Directors, is the Chairman and Chief Executive Officer of ESL Investments, Inc., which he founded in April 1988.

W. Bruce Johnson has served as the Company's interim Chief Executive Officer and President since February 2008. He was previously the Company's Executive Vice President, Supply Chain and Operations since the Merger. He joined Kmart in October 2003 as Senior Vice President, Supply Chain and Operations. In addition to his time with the Company, Mr. Johnson has extensive knowledge of retail company operations from his many years of experience working for companies such as Carrefour SA and Colgate-Palmolive Company. Mr. Johnson has also developed a strong understanding of the Company, its operations and the issues facing the Company through his years of service with the Company.

William C. Kunkler III is currently Executive Vice President-Operations of CC Industries, Inc., an affiliate of Henry Crown and Company, and has served in that position, as well as other officer positions, since 1994. CC Industries, Inc. is a private equity firm focused on manufacturing companies and real estate investments. In addition, Mr. Kunkler is a director of Envestnet Asset Management Inc., a financial

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services company, and NIBCO Inc., a manufacturer of valves and fittings. He also serves as a director of the Northwestern Memorial Foundation; a trustee and Chairman of the Board of the Brookfield Zoo; a trustee of The Field Museum of Natural History; and a trustee of Loyola University.

Steven T. Mnuchin is Chairman and Co-Chief Executive Officer of Dune Capital Management LP, a private investment firm, and has served in that capacity since September 2004. Previously, Mr. Mnuchin served as CEO of SFM Capital Management LP (an investment adviser) from 2003 to 2004 and as Vice Chairman of ESL Investments, Inc. during 2003. Prior to joining ESL, Mr. Mnuchin spent 17 years at Goldman, Sachs & Co. where he served as Executive Vice President and Chief Information Officer. Mr. Mnuchin is a trustee of the Whitney Museum, the Hirshhorn Museum and Sculpture Garden Board, Riverdale Country School and New York Presbyterian Hospital.

Ann N. Reese co-founded the Center for Adoption Policy Studies in New York in 2001 and serves as its Executive Director. Prior to co-founding the Center, Ms. Reese served as a Principal with Clayton, Dubilier & Rice, a private equity investment firm, in 1999 and 2000. From 1995 to 1998, she was Executive Vice President and Chief Financial Officer of ITT Corp., a hotel and gaming company. Ms. Reese is a director of Xerox Corporation, Jones Apparel Group, Inc. and Merrill Lynch & Co., Inc.

Emily Scott is a founding partner and director of Plum TV, LLC, a television station network operating in select resort markets. Ms. Scott served as a director until December 2006, Chairman of the Board of Directors of J. Crew from 1997 to 2003 and had previously served as Vice Chairman and other roles since the company founding in 1983.

Thomas J. Tisch has served as the Managing Partner of Four Partners, a private investment firm, since 1992. He is the Chancellor of Brown University and also a trustee of the Manhattan Institute and New York University Medical Center.

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Corporate Governance

Senior Management Team

Sears Holdings' Senior Management Team includes the following members:

W. Bruce Johnson, Interim Chief Executive Officer and President

William C. Crowley, Executive Vice President, Chief Administrative Officer

Scott J. Freidheim, Executive Vice President, Operating and Support Businesses

John D. Goodman, Executive Vice President, Apparel and Home

James H. Haworth, Executive Vice President and President, Retail Services

Michael D. Collins, Senior Vice President and Chief Financial Officer

Dane A. Drobny, Senior Vice President, General Counsel and Corporate Secretary

William R. Harker, Senior Vice President

William K. Phelan, Senior Vice President, Controller and Chief Accounting Officer

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