UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): March 22, 2018

LANDS' END, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware 001-09769 36-2512786

(State or Other Jurisdiction of Incorporation)

(Commission File Number)

(IRS Employer Identification No.)

1 Lands' End Lane
Dodgeville, Wisconsin 53595
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (608) 935-9341

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instructions A.2. below):

provisions (See General Instructions A.2. below):	
☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)	
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)	

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). □

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. \Box

Item 2.02 Results of Operations and Financial Condition.

On March 22, 2018, Lands' End, Inc. (the "Company") announced its financial results for its fourth quarter and fiscal year ended February 2, 2018. A copy of the Company's press release containing this information is being furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information contained herein and in the accompanying exhibit shall not be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference to such filing. The information in this report, including the exhibit hereto, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number Description

99.1 Press Release of Lands' End, Inc. dated March 22, 2018

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LANDS' END, INC.

By: /s/ James F. Gooch

Date: March 22, 2018

James F. Gooch

Title: Executive Vice President, Chief Operating Officer, Chief Financial Officer and Treasurer

(Principal Financial Officer)

EXHIBIT INDEX

Exhibit No. Description

99.1 Press Release of Lands' End, Inc. dated March 22, 2018

Lands' End Announces Fourth Quarter and Fiscal 2017 Results

DODGEVILLE, Wis., March 22, 2018 (GLOBE NEWSWIRE) - Lands' End, Inc. (NASDAQ: LE) today announced financial results for the 14-week fourth quarter and 53-week fiscal year ended February 2, 2018, compared to the 13-week fourth quarter and 52-week fiscal year ended January 27, 2017.

Fourth Quarter Fiscal 2017 Highlights:

- Net revenue for the fourth quarter increased 11.3% to \$510.6 million, which includes \$25.9 million from the 53rd week, compared to \$458.8 million in the fourth quarter last year. Direct segment net revenue increased 14.3% to \$455.6 million, including \$24.2 million from the 53rd week, as compared to the same period last year. Retail segment net revenue decreased 8.7% to \$55.1 million, including \$1.7 million from the 53rd week, as compared to the same period last year, primarily due to fewer Lands' End Shops at Sears. Same store sales on a comparable 13-week basis increased 5.0%.
- Gross margin was 38.9% as compared to 38.6% in the fourth quarter last year.
- The Company recorded a tax benefit during the quarter of \$21.9 million primarily due to the U.S. Tax Cuts and Jobs Act ("Tax Reform").
- Net income was \$39.8 million, or \$1.24 per diluted share. This compares to a Net loss of \$94.8 million, or \$2.96 per diluted share in the fourth quarter of fiscal 2016.
- Adjusted EBITDA⁽²⁾ was \$37.3 million compared to \$30.7 million in the fourth quarter of fiscal 2016.

Jerome S. Griffith, Chief Executive Officer, stated, "We are pleased with our strong performance in the fourth quarter, as we continued to gain momentum behind our merchandising, marketing, and digital initiatives, and ended the year on a solid note. During 2017, we stabilized the brand, grew our buyer file, reconnected with our core customer, improved our business processes, and drove growth across our four key categories. As we look forward, we will continue to execute on our strategic plan and continue to focus on driving consistent performance across the business."

Full Year Fiscal 2017 Highlights:

- Net revenue for fiscal 2017 increased 5.3% to \$1.41 billion, which includes \$25.9 million from the 53rd week, compared to \$1.34 billion last year. Direct segment net revenue increased 7.4% to \$1.23 billion, including \$24.2 million from the 53rd week. Retail segment net revenue decreased 7.5% to \$172.6 million, including \$1.7 million from the 53rd week, primarily due to fewer Lands' End Shops at Sears, partially offset by a 2.7% increase in same store sales on a comparable 52-week basis.
- Gross margin was 42.5% as compared to 43.2% last year.
- The Company recorded a tax benefit for the year of \$27.7 million primarily due to the Tax Reform.
- Net income was \$28.2 million, or \$0.88 per diluted share. This compares to a Net loss of \$109.8 million, or \$3.43 per diluted share, in fiscal 2016.
- Adjusted EBITDA⁽²⁾ was \$58.3 million compared to \$39.8 million in fiscal 2016.

Balance Sheet and Cash Flow Highlights

Cash and cash equivalents were \$195.6 million as of February 2, 2018, compared to \$213.1 million as of January 27, 2017. Net cash provided by operations was \$28.4 million for the 53 weeks ended February 2, 2018, compared to net cash provided by operations of \$24.1 million for the 52 weeks ended January 27, 2017.

Inventory was \$332.3 million as of February 2, 2018, and \$325.3 million as of January 27, 2017.

The Company had \$152.7 million of availability under its asset-based senior secured credit facility and had \$486.2 million of Long-term debt, net as of February 2, 2018.

Conference Call

The Company will host a conference call on Thursday, March 22, 2018, at 8:30 a.m. ET to review its fourth quarter and fiscal 2017 financial results and related matters. The call may be accessed through the Investor Relations section of the Company's website at http://investors.landsend.com.

About Lands' End, Inc.

Lands' End, Inc. (NASDAQ: LE) is a leading multi-channel retailer of casual clothing, accessories, footwear and home products. We offer products through catalogs, online at www.landsend.com and affiliated specialty and international websites, and through retail locations. We are a classic American lifestyle brand with a passion for quality, legendary service and real value, and seek to deliver timeless style for women, men, kids and the home.

Forward-Looking Statements

This press release contains forward-looking statements that involve risks and uncertainties, including statements about the Company's momentum, the expected results from executing on our initiatives and strategies, and driving consistent results. All statements other than statements of historical fact, including without limitation, those with respect to the Company's goals, plans, expectations and strategies set forth herein are forward-looking statements. The following important factors and uncertainties, among others, could cause actual results to differ materially from those described in these forward-looking statements: we may be unsuccessful in implementing our strategic initiatives, or our initiatives may not have their desired impact on our business; our ability to offer merchandise and services that customers want to purchase; changes in customer preference from our branded merchandise; customers' use of our digital platform, including customer acceptance of our efforts to enhance our e-commerce websites; customer response to our marketing efforts across all types of media; our maintenance of a robust customer list; our dependence on information technology and a failure of information technology systems, including with respect to our ecommerce operations, or an inability to upgrade or adapt our systems; the success of our ERP implementation; fluctuations and increases in costs of raw materials; impairment of our relationships with our vendors; our failure to maintain the security of customer, employee or company information; our failure to compete effectively in the apparel industry; if Sears Holdings Corporation sells or disposes of its retail stores, including pursuant to the recapture rights granted to Seritage Growth Properties, and other parties or if its retail business does not attract customers or does not adequately provide services to the Lands' End Shops at Sears; legal, regulatory, economic and political risks associated with international trade and those markets in which we conduct business and source our merchandise; our failure to protect or preserve the image of our brands and our intellectual property rights; increases in postage, paper and printing costs; failure by third parties who provide us with services in connection with certain aspects of our business to perform their obligations; our failure to timely and effectively obtain shipments of products from our vendors and deliver merchandise to our customers; reliance on promotions and markdowns to encourage customer purchases; our failure to efficiently manage inventory levels; unseasonal or severe weather conditions; the adverse effect on our reputation if our independent vendors do not use ethical business practices or comply with applicable laws and regulations; assessments for additional state taxes; incurrence of charges due to impairment of goodwill, other intangible assets and long-lived assets; the impact on our business of adverse worldwide economic and market conditions, including economic factors that negatively impact consumer spending on discretionary items; the failure of Sears Holdings or its subsidiaries to perform under various agreements or our failure to have necessary systems and services in place when such agreements expire; potential

indemnification liabilities to Sears Holdings pursuant to the separation and distribution agreement; the ability of our principal shareholders to exert substantial influence over us; potential liabilities under fraudulent conveyance and transfer laws and legal capital requirements; and other risks, uncertainties and factors discussed in the "Risk Factors" section of our Annual Report on Form 10-K for the fiscal year ended January 27, 2017. We intend the forward-looking statements to speak only as of the time made and do not undertake to update or revise them as more information becomes available, except as required by law.

CONTACTS

Lands' End, Inc. James Gooch Chief Operating Officer and Chief Financial Officer (608) 935-9341

Investor Relations: ICR, Inc. Jean Fontana (646) 277-1214 Jean.Fontana@icrinc.com

-Financial Tables Follow-

LANDS' END, INC. Consolidated Balance Sheets

(Unaudited)

(in thousands, except share data)	February 2, 2018	January 27, 2017	
ASSETS			
Current assets			
Cash and cash equivalents	\$ 195,581	\$ 213,108	
Restricted cash	2,356	3,300	
Accounts receivable, net	49,860	39,284	
Inventories, net	332,297	325,314	
Prepaid expenses and other current assets	26,659	26,394	
Total current assets	606,753	607,400	
Property and equipment, net	136,501	122,836	
Goodwill	110,000	110,000	
Intangible asset, net	257,000	257,000	
Other assets	13,881	17,155	
Total assets	\$ 1,124,135	\$ 1,114,391	
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current liabilities			
Accounts payable	\$ 155,874	\$ 162,408	
Other current liabilities	100,257	86,446	
Total current liabilities	256,131	248,854	
Long-term debt, net	486,248	490,043	
Long-term deferred tax liabilities	59,137	90,467	
Other liabilities	15,526	13,615	
Total liabilities	817,042	842,979	
Commitments and contingencies			
STOCKHOLDERS' EQUITY			
Common stock, par value \$0.01- authorized: 480,000,000 shares; issued and outstanding: 32,101,793 and 32,029,359, respectively	320	320	
Additional paid-in capital	347,175	343,971	
Accumulated deficit	(29,810)	(60,453)	
Accumulated other comprehensive loss	(10,592)	(12,426)	
Total stockholders' equity	307,093	271,412	
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 1,124,135	\$ 1,114,391	

LANDS' END, INC. Consolidated Statements of Operations (Unaudited)

	14 Weeks Ended		1	3 Weeks Ended	53 Weeks Ended			52 Weeks Ended		
(in thousands except per share data)	Feb	February 2, 2018		January 27, 2017		February 2, 2018		January 27, 2017		
REVENUES										
Net revenue	\$	510,633	\$	458,841	\$	1,406,677	\$	1,335,760		
Cost of sales (excluding depreciation and amortization)		312,212		281,906		809,474		759,352		
Gross profit		198,421		176,935		597,203		576,408		
Selling and administrative		161,135		146,285		538,939		536,576		
Depreciation and amortization		5,879		5,584		24,910		19,003		
Intangible asset impairment		_		173,000		_		173,000		
Other operating expense, net		1,717		500		4,269		460		
Operating income (loss)		29,690		(148,434)		29,085		(152,631)		
Interest expense		7,287		6,137		25,929		24,630		
Other expense, net		4,520		3,032		2,708		1,619		
Income (loss) before income taxes		17,883		(157,603)		448		(178,880)		
Income tax benefit		(21,869)		(62,782)		(27,747)		(69,098)		
NET INCOME (LOSS)	\$	39,752	\$	(94,821)	\$	28,195	\$	(109,782)		
NET INCOME (LOSS) PER COMMON SHARE ATTRIBUTABLE TO STOCKHOLDERS										
Basic:	\$	1.24	\$	(2.96)	\$	0.88	\$	(3.43)		
Diluted:	\$	1.24	\$	(2.96)	\$	0.88	\$	(3.43)		
Basic weighted average common shares outstanding		32,098		32,029		32,076		32,021		
Diluted weighted average common shares outstanding		32,166		32,029		32,110		32,021		

Use and Definition of Non-GAAP Financial Measures

- ¹ Adjusted net income (loss) and Adjusted earnings (loss) per share As a result of the Tax Reform, intangible asset impairment, transfer of corporate functions and impacts of product recall, the Company is presenting a reconciliation of Net income (loss) and Earnings per share determined in accordance with accounting principles generally accepted in the United States ("GAAP") to Adjusted Net income and Adjusted Earnings per share which excludes the impact of the Tax Reform, intangible asset impairment and the product recall.
- ² Adjusted EBITDA In addition to our Net income, for purposes of evaluating operating performance, we use an Adjusted Earnings Before Interest, Taxes, Depreciation and Amortization ("Adjusted EBITDA"), which is adjusted to exclude certain significant items as set forth below. Our management uses Adjusted EBITDA to evaluate the operating performance of our business, as well as for executive compensation metrics, for comparable periods. Adjusted EBITDA should not be used by investors or other third parties as the sole basis for formulating investment decisions as it excludes a number of important cash and non-cash recurring items.
- ³ The sum of net income (loss) and adjustments per diluted common share may not equal the Adjusted earnings per share due to rounding.

While Adjusted net income (loss)¹, Adjusted earnings (loss) per share¹ and Adjusted EBITDA² are non-GAAP measurements, management believes that they are important indicators of operating performance, and useful to investors, because:

- EBITDA excludes the effects of financings, investing activities and tax structure by eliminating the effects of interest, depreciation and income tax costs, and
 - For the 14 and 53 weeks ended February 2, 2018 and the 13 and 52 weeks ended January 27, 2017, we exclude the loss on disposal of property and equipment as management considers the gains or losses on disposal of assets to result from investing decisions rather than ongoing operations.
- Other significant items, while periodically affecting our results, may vary significantly from period to period and have a disproportionate effect in a given period, which affects comparability of results. We have adjusted our results for these items to make our statements more comparable and therefore more useful to investors as the items are not representative of our ongoing operations.
 - For the 13 and 52 weeks ended January 27, 2017, we exclude the impairment of our indefinite-lived trade name asset as this is a non-cash charge that is an unusual event that affects the comparability of our financial results.
 - For the 14 and 53 weeks ended February 2, 2018, we exclude the impacts of the transfer of corporate functions, including severance and contract losses associated with a transition of certain corporate activities from our New York office to our Dodgeville headquarters.
 - For the 14 and 53 weeks ended February 2, 2018, we exclude the impacts of the Tax Reform as they are a result of a nonrecurring event that affects the comparability of our financial results.
 - For the 52 weeks ended January 27, 2017, an amount of a previously recorded recall was reversed due to lower than estimated
 customer return rates for the recalled products despite our efforts to contact impacted customers. These are unusual events that
 affect the comparability of our financial results.

Reconciliation of Non-GAAP Financial Information to GAAP (Unaudited)

(in thousands except per share data)											
		Pre-tax		Tax impact	<i>.</i> .	After-Tax		justed Diluted EPS			
Net income (loss) and earnings (loss) per share	\$	17,883	\$	(21,869)	\$	39,752	\$	1.24			
Transfer of corporate functions		1,520		567		952		0.03			
Tax Reform		_		28,370		(28,370)		(0.88)			
Adjusted net income (loss) and adjusted earnings (loss) per share $^{(1)(3)}$	\$	19,403	\$	7,068	\$	12,334	\$	0.38			
				13 Weel	ks Ei	nded					
(in thousands except per share data)				January	27,	2017					
		Pre-tax		Tax impact		After-Tax	Ad	justed Diluted EPS			
Net (loss) income and (loss) earnings per share	\$	(157,603)	\$	(62,782)	\$	(94,821)	\$	(2.96)			
Intangible asset impairment											
		173,000		65,169		107,831		3.37			
Adjusted net income (loss) and adjusted earnings (loss) per share (1)(3)	\$	15,397	\$	2,387	\$	13,010	\$	0.41			
				53 Wee	ks E	nded					
(in thousands except per share data)				Februar	ruary 2, 2018						
		Pre-tax		Tax impact		After-Tax	Adjusted Diluted EPS				
Net income (loss) and earnings (loss) per share	\$	448	\$	(27,747)	\$	28,195	\$	0.88			
Transfer of corporate functions		3,921		1,433		2,488		0.08			
Tax Reform		5,321									
Adjusted net income (loss) and adjusted earnings (loss) per				28,370		(28,370)		(0.88)			
share (1)(3)	\$	4,369	\$	2,056	\$	2,313	\$	0.07			
	52 Weeks Ended										
(in thousands except per share data)				January	27,	2017					
		Pre-tax		Tax impact		After-Tax	Ad:	justed Diluted EPS			
Net (loss) income and (loss) earnings per share	\$	(178,880)	\$	(69,098)	\$	(109,782)	\$	(3.43)			
Intangible asset impairment		173,000		65,169		107,831		3.37			
Product recall		(212)		(87)		(125)		_			
Adjusted net income (loss) and adjusted earnings (loss) per											

	14 Weeks E	inded	13 Weeks Ended					
	February 2	, 2018	January 27, 2017					
(in thousands)	\$'s	% of Net Sales	\$'s	% of Net Sales				
Net income (loss)	\$ 39,752	7.8 %	\$ (94,821)	(20.7)%				
Income tax benefit	(21,869)	(4.3)%	(62,782)	(13.7)%				
Other expense, net	4,520	0.9 %	3,032	0.7 %				
Interest expense	7,287	1.4 %	6,137	1.3 %				
Operating income (loss)	29,690	5.8 %	(148,434)	(32.3)%				
Intangible asset impairment		—%	173,000	37.7 %				
Depreciation and amortization	5,879	1.2 %	5,584	1.2 %				
Transfer of corporate functions	1,520	0.3 %	_	—%				
Loss on disposal of property and equipment	197	—%	500	0.1 %				
Adjusted EBITDA (2)	\$ 37,286	7.3 %	\$ 30,650	6.7 %				

	53 Weeks Ended							
		February 2,	, 2018	January 27, 2017				
(in thousands)		\$'s	% of Net Sales	\$'s	% of Net Sales			
Net income (loss)	\$	28,195	2.0 %	\$ (109,782)	(8.2)%			
Income tax benefit		(27,747)	(2.0)%	(69,098)	(5.2)%			
Other expense, net		2,708	0.2 %	1,619	0.1 %			
Interest expense		25,929	1.8 %	24,630	1.8 %			
Operating income (loss)		29,085	2.1 %	(152,631)	(11.4)%			
Intangible asset impairment		_	— %	173,000	13.0 %			
Depreciation and amortization		24,910	1.8 %	19,003	1.4 %			
Product recall		_	— %	(212)	— %			
Transfer of corporate functions		3,921	0.3 %	_	— %			
Loss on disposal of property and equipment		348	— %	672	0.1 %			
Adjusted EBITDA (2)	\$	58,264	4.1 %	\$ 39,832	3.0 %			

LANDS' END, INC. Consolidated and Combined Statements of Cash Flows for Fiscal Years Ended (Unaudited)

(in thousands)	February 2, 2018		J	January 27, 2017
CASH FLOWS FROM OPERATING ACTIVITIES				
Net income (loss)	\$	28,195	\$	(109,782)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:				
Depreciation and amortization		24,910		19,003
Intangible asset impairment				173,000
Product recall		_		(212
Amortization of debt issuance costs		1,904		1,712
Loss on disposal of property and equipment		348		672
Stock-based compensation		3,951		2,230
Deferred income taxes		(32,757)		(67,253
Change in operating assets and liabilities:				
Inventories		(2,709)		755
Accounts payable		(6,950)		16,951
Other operating assets		(3,234)		(12,356
Other operating liabilities		14,779		(631
Net cash provided by operating activities		28,437		24,089
CASH FLOWS FROM INVESTING ACTIVITIES				
Proceeds from sale of property and equipment		68		47
Change in restricted cash		944		
Purchases of property and equipment		(38,145)		(33,319
Net cash used in investing activities		(37,133)		(33,272
CASH FLOWS FROM FINANCING ACTIVITIES		<u> </u>		<u> </u>
Payments of employee withholding taxes on share-based compensation		(747)		(396
Debt issuance costs		(1,515)		_
Payments on term loan facility		(5,150)		(5,150
Net cash used in financing activities		(7,412)		(5,546
Effects of exchange rate changes on cash		(1,419)		(531
NET DECREASE IN CASH AND CASH EQUIVALENTS		(17,527)		(15,260
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR		213,108		228,368
CASH AND CASH EQUIVALENTS, END OF YEAR	\$	195,581	\$	213,108
SUPPLEMENTAL INFORMATION:	<u></u>	<u> </u>	_	<u> </u>
Supplemental Cash Flow Data:				
Unpaid liability to acquire property and equipment	\$	7,756	\$	8,419
Income taxes paid	\$	3,379	\$	3,653
Interest paid	\$	23,458	\$	22,484

Financial information by segment is presented in the following tables for the 14 and 53 weeks ended February 2, 2018 and the 13 and 52 weeks January 27, 2017.

	14 W	eeks Ended	13 Weeks Ended			53 Weeks Ended		52 Weeks Ended
(in thousands)	Febr	February 2, 2018		January 27, 2017	February 2, 2018			January 27, 2017
Net revenue								
Direct	\$	455,557	\$	398,489	\$	1,234,115	\$	1,149,149
Retail		55,076		60,352		172,562		186,611
Total Net revenue	\$	510,633	\$	458,841	\$	1,406,677	\$	1,335,760

	14	14 Weeks Ended		13 Weeks Ended	53 Weeks Ended			52 Weeks Ended
(in thousands)	Fe	February 2, 2018		January 27, 2017		February 2, 2018	January 27, 2017	
Adjusted EBITDA ⁽²⁾ :								
Direct	\$	50,608	\$	37,065	\$	104,632	\$	78,582
Retail		(629)		1,541		(7,866)		(5,339)
Corporate/ other		(12,693)		(7,956)		(38,502)		(33,411)
Total Adjusted EBITDA ⁽²⁾	\$	37,286	\$	30,650	\$	58,264	\$	39,832