## SEC Form 4

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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

C	Check this box if no longer subject to
S	Section 16. Form 4 or Form 5
0	bligations may continue. See
- Ir	nstruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

# OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

Estimated average burden	
hours per response:	0.5

1. Name and Addres	1 0	rson <sup>*</sup>	2. Issuer Name <b>and</b> Ticker or Trading Symbol LANDS' END, INC. [ LE ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Griffith Jeron	<u>1e</u>		<u></u> []	X	Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)			
1 LANDS' END LANE			03/06/2018	CEO and President					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filir	ng (Check Applicable			
DODGEVILLE	WI	53595		X	Form filed by One Re	Ū.			
(City)	(State) (Zip)				Form filed by More than One Reporting Person				

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities / Disposed Of ( 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	03/06/2018		М		29,412	Α	<b>\$0</b> <sup>(1)</sup>	111,129	D	

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$0.0 <sup>(1)</sup>	03/06/2018		М			29,412	(2)	(2)	Common Stock	29,412	\$0	127,572 <sup>(3)</sup>	D	

#### Explanation of Responses:

1. Each Restricted Stock Unit ("RSU") represented a contingent right to receive one share of common stock upon satisfaction of the vesting conditions.

2. This RSU award was granted on March 6, 2017, with vesting in four installments on March 6, 2018 (25%), March 6, 2019, (25%) March 6, 2020 (25%) and March 6, 2021 (25%)

3. Of the total number of RSUs, 29,412 vest on each of March 6, 2019 and March 6, 2020, and 29, 411 will vest on March 6, 2021; 39,337 vest in three installments on May 1, 2018 (25%), May 1, 2019 (25%) and May 1, 2020 (50%); subject in each case to the satisfaction of vesting conditions, including continued employment.

#### **Remarks:**

# <u>/s/ Jerome Griffith</u>

<u>03/07/2018</u>

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.