SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer

Check this box if no longer subject to	
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

1. Name and Address of Reporting Person

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

2. Issuer Name and Ticker or Trading Symbol

McCRACKEN BERNARD LOUIS III						LANDS END, INC. [LE]										Directo	or		10% Ov	wner	
(Last) 1 LAND	(Last) (First) (Middle) 1 LANDS' END LANE					3. Date of Earliest Transaction (Month/Day/Year) 03/18/2023										below)		ontro	Other (below)		
(Street) DODGEVILLE WI 53595					4. 1	If Amendment, Date of Original Filed (Month/Day/Year)								Line	 Individual or Joint/Group Filing (Check Application) X Form filed by One Reporting Person Form filed by More than One Reporting 				'n		
(City) (State) (Zip)					- Rı	Person Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.															
		Tab	le I - No	n-Deri	vative	e Se	curit	ies A	cquire	ed, D	Dis	posed o	of, or	r Bei	neficia	lly Owned					
				2. Trans Date	2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date, if any (Month/Day/Year)			ion str.	4. Securities Acquired (A)				5. Amou Securiti Benefic Owned	neficially ned Following		n: Direct	7. Nature of Indirect Beneficial Ownership	
										de V	,	Amount		(A) or (D)	Price	Reporte Transac (Instr. 3	Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock				03/18/2023						4		932		Α	\$0.00	(1) 18	,325	D			
Common Stock					03/18/2023							348(2	348 ⁽²⁾ D		\$8.6	7 17	17,977		D		
Common Stock					03/19/2023							4,051	4,051 A \$		\$0.00	(1) 22) 22,028		D		
Common Stock 03/19					9/2023	3			F	7		1,5120	(2)	D	\$8.6	7 20	20,516		D		
Common Stock 03/19/					9/2023	3			Ν	4		626		A	\$0.00	(1) 21	21,142		D		
Common Stock 03/19					9/2023	3			F	F		234(2)	D	\$8.6	7 20	20,908		D		
		Т	able II -									osed of onverti				/ Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Executior if any (Month/D	ed n Date,	4. Transaction Code (Instr. 8)		5. Number n of			e Exer ation D	rcisa Date	able and	7. Tit Amo Secu Unde Deriv	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly Dir (I)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exerc			xpiration Date	Title		Amount or Number of Shares						
Restricted Stock Units	\$0.00 ⁽¹⁾	03/18/2023			М			932	(3	3)		(3)	Com Sto		932	\$0.00	8,725		D		

Explanation of Responses:

\$0.00⁽¹⁾

\$0.00⁽¹⁾

03/19/2023

03/19/2023

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

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2. Shares withheld by the issuer to satisfy reporting person's tax withholding obligation incurred in connection with the vesting of RSUs.

3. This RSU award was granted on March 18, 2022, with vesting in three installments on March 18, 2023 (25%), March 18, 2024 (25%) and March 18, 2025 (50%).

4. This RSU award was granted on March 19, 2020, with vesting in three installments on March 19, 2021 (25%), March 19, 2022 (25%) and March 19, 2023 (50%).

5. This RSU award was granted on March 19, 2021, with vesting in three installments on March 19, 2022 (25%), March 19, 2023 (25%) and March 19, 2024 (50%).

6. Of the total number of RSUs, 1,252 RSUs will vest on March 19, 2024; 932 RSUs will vest on March 18, 2024, and 1,864 RSUs will vest on March 18, 2025; subject in each case to the satisfaction of vesting conditions, including maintaining continued employment or a continuous business relationship.

4,051

626

(4)

(5)

Remarks:

Restricted

Stock

Units Restricted

Stock

Units

/s/ Peter L. Gray as attorney-in-03/21/2023

fact for Bernard L. McCracken ** Signature of Reporting Person Date

Commo

Comm

Stock

Stock

(4)

(5)

4,051

626

\$0.00

\$0.00

4.674

4.048(6)

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

* 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.