

OMB APPROVAL	
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**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

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* <u>Griffith Jerome</u>  (Last) (First) (Middle) 1 LANDS' END LANE  (Street) DODGEVILLE WI 53595  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LANDS' END, INC. [ LE ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/18/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		Rule 10b5-1(c) Transaction Indication  <input type="checkbox"/> 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.

**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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	03/18/2023		M		15,254	A	\$0.00 <sup>(1)</sup>	15,254	D	
Common Stock	03/18/2023		F		5,500 <sup>(2)</sup>	D	\$8.67	9,754	D	
Common Stock	03/19/2023		M		62,366	A	\$0.00 <sup>(1)</sup>	72,120	D	
Common Stock	03/19/2023		F		22,483 <sup>(2)</sup>	D	\$8.67	49,637	D	
Common Stock	03/19/2023		M		10,518	A	\$0.00 <sup>(1)</sup>	60,155	D	
Common Stock	03/19/2023		F		3,792 <sup>(2)</sup>	D	\$8.67	56,363	D	
Common Stock								402,026 <sup>(3)</sup>	I	Jerome Griffith Revocable Trust

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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					
Restricted Stock Units	\$0.00 <sup>(1)</sup>	03/18/2023		M		15,254		(4)	(4)	Common Stock	\$0.00	139,681	D	
Restricted Stock Units	\$0.00 <sup>(1)</sup>	03/19/2023		M		62,366		(5)	(5)	Common Stock	\$0.00	77,315	D	
Restricted Stock Units	\$0.00 <sup>(1)</sup>	03/19/2023		M		10,518		(6)	(6)	Common Stock	\$0.00	66,797 <sup>(7)</sup>	D	

**Explanation of Responses:**

- Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of common stock upon satisfaction of the vesting conditions.
- Shares withheld by the issuer to satisfy reporting person's tax withholding obligation incurred in connection with the vesting of RSUs.
- The reporting person contributed 94,868 shares to the Jerome Griffith Revocable Trust on April 8, 2022, in a transaction that resulted in a change in the form of beneficial ownership from direct to indirect.
- 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%).
- 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%).
- 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%).
- Of the total number of RSUs, 21,035 RSUs will vest on March 19, 2024; 15,254 RSUs will vest on March 18, 2024, and 30,508 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.

**Remarks:**

/s/ Peter L. Gray as attorney-in- 03/21/2023  
fact for Jerome S. Griffith

\*\* Signature of Reporting Person Date

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.**