SEC 1	Form 4
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287

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

1. Name and Address of Reporting Ferson		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 Jerome		,,,,,	X	Director	10% Owner			
(Last) (Fir	st) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)			
1 LANDS' END LAI	, ( ,	03/25/2021		Chief Executive Officer				
(Street)		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (	Check Applicable			
DODGEVILLE WI	53595		X	Form filed by One Report	ing Person			
(City) (Sta	ate) (Zip)			Form filed by More than C Person	One Reporting			

## 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)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	03/25/2021		М		18,356	A	\$0.00 <sup>(1)</sup>	64,882	D	
Common Stock	03/25/2021		F		8,628(2)	D	\$25.47	56,254	D	
Common Stock	03/25/2021		A		52,964 <sup>(3)</sup>	A	\$0.00	109,218	D	
Common Stock	03/25/2021		F		24,894 <sup>(2)</sup>	D	\$25.47	84,324	D	
Common Stock	03/26/2021		М		23,858	A	<b>\$0.00</b> <sup>(1)</sup>	108,182	D	
Common Stock	03/26/2021		F		11,214 <sup>(2)</sup>	D	\$25.24	96,968	D	
Common Stock								261,504	I	By 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. 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	\$0.00 <sup>(1)</sup>	03/25/2021		М			18,356	(4)	(4)	Common Stock	18,356	\$0.00	196,190	D	
Restricted Stock Units	\$0.00 <sup>(1)</sup>	03/26/2021		М			23,858	(5)	(5)	Common Stock	23,858	\$0.00	172,332 <sup>(6)</sup>	D	

#### Explanation of Responses:

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

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

3. Shares issued upon determination that performance criteria, related to performance-based RSUs awarded on March 26, 2018, had been met.

4. This RSU award was granted on March 25, 2019, with vesting in three installments on March 25, 2020 (25%), March 25, 2021 (25%) and March 25, 2022 (50%).

5. This RSU award was granted on March 26, 2018, with vesting in three installments on March 26, 2019 (25%), March 26, 2020 (25%) and March 26, 2021 (50%).

6. Of the total number of RSUs, 36,714 RSUs vest will on March 25, 2022; 31,182 RSUs will vest on March 19, 2022, and 62,366 RSUs will vest on March 19, 2023; 10,517 RSUs will vest on March 19, 2022, 10,518 RSUs will vest on March 19, 2024; subject in each case to the satisfaction of vesting conditions, including as applicable, continued employment or a continuous business relationship.

**Remarks:** 

#### /s/ Peter L. Gray as attorney-in-03/29/2021

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.