SEC Form 4	
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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 Person* GOOCH JAMES F		2. Issuer Name <b>and</b> Ticker or Trading Symbol LANDS' END, INC. [ LE ]	(Check	ionship of Reporting Perso all applicable) Director Officer (give title	n(s) to Issuer 10% Owner Other (specify
(Last) (First) (M 1 LANDS' END LANE	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/25/2021	X	President and C	below)
	3595 	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	dual or Joint/Group Filing ( Form filed by One Report Form filed by More than C Person	ing 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)	3. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 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)		(1130.4)	
Common Stock	03/25/2021		М		5,363	Α	\$0.00 <sup>(1)</sup>	61,289	D		
Common Stock	03/25/2021		F		1,420 <sup>(2)</sup>	D	\$25.47	59,869	D		
Common Stock	03/25/2021		A		16,218 <sup>(3)</sup>	Α	\$0.00	76,087	D		
Common Stock	03/25/2021		F		<b>4,294</b> <sup>(2)</sup>	D	\$25.47	71,793	D		
Common Stock	03/26/2021		М		7,307	Α	<b>\$0.00</b> <sup>(1)</sup>	79,100	D		
Common Stock	03/26/2021		F		2,025 <sup>(2)</sup>	D	\$25.24	77,075	D		

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

	(e.g., puis, cais, warants, 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 Deri Sec Acq (A) Disp of (I	oosed D) tr. 3, 4	Expiration Date (Month/Day/Year)		te Amount of		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	<b>\$0.00</b> <sup>(1)</sup>	03/25/2021		М			5,363	(4)	(4)	Common Stock	5,363	\$0.00	61,844	D	
Restricted Stock Units	\$0.00 <sup>(1)</sup>	03/26/2021		М			7,307	(5)	(5)	Common Stock	7,307	\$0.00	54,537 <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, 10,729 RSUs will vest on March 25, 2022; 9,381 RSUs will vest on March 19, 2022, and 18,764 RSUs will vest on March 19, 2023; 3,915 RSUs will vest on March 19, 2022,

3,916 RSUs will vest on March 19, 2023, and 7,832 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 James F. Gooch

\*\* 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.

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