

| 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> | | | 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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Executive Officer | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>03/19/2021</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| <u>1 LANDS' END LANE</u> | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) <u>DODGEVILLE WI 53595</u> | | | | | | | | |
| (City) (State) (Zip) | | | | | | | | |

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 | 03/19/2021 | | M | | 31,182 | A | \$0.00 ⁽¹⁾ | 60,593 | D | |
| Common Stock | 03/19/2021 | | F | | 14,067 ⁽²⁾ | D | \$29.95 | 46,526 | 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. 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 | | | | | | Title |
| Restricted Stock Units | \$0.00 ⁽¹⁾ | 03/19/2021 | | M | | | 31,182 | (3) | (3) | Common Stock | 31,182 | \$0.00 | 172,476 | D | |
| Restricted Stock Units | \$0.00 ⁽¹⁾ | 03/19/2021 | | A | | 42,070 | | (4) | (4) | Common Stock | 42,070 | \$0.00 | 214,546 ⁽⁵⁾ | 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.
- Represents shares surrendered to the issuer for payment of the reporting person's tax withholding obligation incurred in connection with the vesting of RSUs on March 19, 2021.
- 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%).
- These are time-based RSUs that will vest, subject to satisfaction of vesting conditions including a continuous business relationship, in three annual installments on March 19, 2022 (25%), March 19, 2023 (25%) and March 19, 2024 (50%).
- Of the total number of RSUs, 23,858 RSUs will vest on March 26, 2021; 18,356 RSUs will vest on March 25, 2021, and 36,714 RSUs will vest 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, 2023, and 21,035 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- 03/23/2021
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.