SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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 Addres <u>Rieger Angela</u>		son*	2. Issuer Name and Ticker or Trading Symbol <u>LANDS' END, INC.</u> [LE]		tionship of Reporting Pers all applicable) Director	10% Owner				
(Last) 1 LANDS' END	(First) LANE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/14/2024	1	Officer (give title below) EVP, Chief Transform	Other (specify below) mation Off.				
(Street) DODGEVILLE	WI	53595	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing Form filed by One Repo Form filed by More than Person	rting Person				
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Inc							
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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	06/14/2024		М		7,245	A	\$0 ⁽¹⁾	60,646	D	
Common Stock	06/14/2024		F		1,986 ⁽²⁾	D	\$14.42	58,660	D	
Common Stock								1,000	I	Rieger Living Trust DTD 1/20/2017

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)		5. Number of Expiration Date Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate	d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			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 ⁽¹⁾	06/14/2024		М			7,245	(3)	(3)	Common Stock	7,245	\$ <mark>0</mark>	45,727 ⁽⁴⁾	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. This RSU award was granted on June 14, 2023, with vesting in three installments on June 14, 2024 (25%), June 14, 2025 (25%) and June 14, 2026 (50%).

4. Of the total number of RSUs, 4,540 RSUs will vest on March 18, 2025; 7,245 RSUs will vest on June 14, 2025 and 14,491 RSUs will vest on June 14, 2026; and 4,862 RSUs will vest on April 1, 2025, 4,863 RSUs will vest on April 1, 2026 and 9,726 RSUs will vest on April 1, 2027; subject in each case to the satisfaction of vesting conditions, including maintaining a continuous business relationship.

> /s/ Peter L. Gray as attorney-in-06/18/2024 fact for Angela S. Rieger

** 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.

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

Instruction 1(b)