

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>Rasmusen Sarah W.</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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, CHIEF CUSTOMER OFFICER</u>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/25/2021</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	
LANDS' END, INC. 1 LANDS' END LANE			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	03/25/2021		M		2,085	A	\$0.00 <sup>(1)</sup>	11,305	D	
Common Stock	03/25/2021		F		668 <sup>(2)</sup>	D	\$25.47	10,637	D	
Common Stock	03/25/2021		A		5,891 <sup>(3)</sup>	A	\$0.00	16,528	D	
Common Stock	03/25/2021		F		1,886 <sup>(2)</sup>	D	\$25.47	14,642	D	
Common Stock	03/26/2021		M		2,654	A	\$0.00 <sup>(1)</sup>	17,296	D	
Common Stock	03/26/2021		F		850 <sup>(2)</sup>	D	\$25.24	16,446	D	

**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 <sup>(1)</sup>	03/25/2021		M		2,085		(4)	(4)	Common Stock	2,085	\$0.00	31,842	D	
Restricted Stock Units	\$0.00 <sup>(1)</sup>	03/26/2021		M		2,654		(5)	(5)	Common Stock	2,654	\$0.00	29,188 <sup>(6)</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.
- Shares issued upon determination that performance criteria, related to performance-based RSUs awarded on March 26, 2018, had been met.
- 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%).
- 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%).
- Of the total number of RSUs, 4,173 RSUs will vest on March 25, 2022; 5,737 RSUs will vest on March 19, 2022, and 11,474 RSUs will vest on March 19, 2023; 1,951 RSUs will vest on March 19, 2022, 1,951 RSUs will vest on March 19, 2023, and 3,902 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-fact for Sarah W. Rasmusen 03/29/2021

\*\* 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.