

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>GRAY PETER L</u> (Last) (First) (Middle) <u>1 LANDS' END LANE</u> (Street) <u>DODGEVILLE WI 53595</u> (City) (State) (Zip)	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>CCO, CAO and General Counsel</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/01/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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			

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⁾	04/01/2024		A		26,259		(2)	(2)	Common Stock	26,259	\$0	77,587 ⁽³⁾	D	
Performance Rights	(4)	04/01/2024		A		13,129		(4)	(5)	Common Stock	13,129	\$0.00	13,129	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.
- These are time-based RSUs that will vest, subject to satisfaction of vesting conditions including a continuous business relationship, in three annual installments on April 1, 2025 (25%), April 1, 2026 (25%) and April 1, 2027 (50%).
- Of the total number of RSUs, 7,857 RSUs will vest on March 18, 2025; 10,867 RSUs will vest on June 14, 2024, 10,868 RSUs will vest on June 14, 2025, and 21,736 RSUs will vest on June 14, 2026; and 6,564 RSUs will vest on April 1, 2025, 6,565 RSUs will vest on April 1, 2026, and 13,130 RSUs will vest on April 1, 2027; subject in each case to the satisfaction of vesting conditions, including maintaining a continuous business relationship.
- Each performance right represents a contingent right to receive one share of issuer common stock subject to certification of performance following fiscal year 2026. The performance rights vest up to 100% of the listed target number of shares upon issuer common stock achieving a specified average per share closing stock price over a specified number of trading days, and subject to the satisfaction of other vesting conditions, including maintaining a continuous business relationship with the issuer through the payment date.
- No later than 90 days following the completion of the audit for issuer's fiscal year ending January 29, 2027, the Compensation Committee of the Board of Directors of the issuer shall determine achievement of performance goals in its sole discretion and the date upon which the Compensation Committee determines such performance shall be the applicable vesting date.

/s/ Peter L. Gray 04/03/2024
 ** 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.