

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

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* <u>LAMPERT EDWARD S</u> (Last) (First) (Middle) 1170 KANE CONCOURSE, SUITE 200 (Street) BAY HARBOR FL 33154 (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 <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) 06/16/2014 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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, par value \$0.01 per share | 06/16/2014 | | P | | 75,272 | A | (1) | 583,504 ⁽¹⁾ | I | See Footnotes ⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock, par value \$0.01 per share | 06/16/2014 | | P | | 112,262 | A | (6) | 750,418 ⁽⁶⁾ | I | See Footnotes ⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾ |
| Common Stock, par value \$0.01 per share | | | | | | | | 6,615,280 | I | See Footnotes ⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁷⁾ |
| Common Stock, par value \$0.01 per share | | | | | | | | 3,077 | I | See Footnotes ⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁸⁾ |
| Common Stock, par value \$0.01 per share | | | | | | | | 224 | I | See Footnotes ⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁹⁾ |
| Common Stock, par value \$0.01 per share | | | | | | | | 7,561,307 | D ⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾ | |

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 | | | | | |

| | | |
|---|--|--|
| 1. Name and Address of Reporting Person* <u>LAMPERT EDWARD S</u> (Last) (First) (Middle) 1170 KANE CONCOURSE, SUITE 200 (Street) BAY HARBOR FL 33154 (City) (State) (Zip) | | |
|---|--|--|

1. Name and Address of Reporting Person*

[ESL PARTNERS, L.P.](#)

(Last) (First) (Middle)
1170 KANE CONCOURSE, SUITE 200

(Street)
BAY HARBOR FL 33154

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[SPE I Partners, L.P.](#)

(Last) (First) (Middle)
1170 KANE CONCOURSE, SUITE 200

(Street)
BAY HARBOR FL 33154

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[SPE Master I, L.P.](#)

(Last) (First) (Middle)
1170 KANE CONCOURSE, SUITE 200

(Street)
BAY HARBOR FL 33154

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[RBS PARTNERS, L.P.](#)

(Last) (First) (Middle)
1170 KANE CONCOURSE, SUITE 200

(Street)
BAY HARBOR FL 33154

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[ESL INSTITUTIONAL PARTNERS, L.P.](#)

(Last) (First) (Middle)
1170 KANE CONCOURSE, SUITE 200

(Street)
BAY HARBOR FL 33154

(City) (State) (Zip)

| | | |
|---|---------|----------|
| 1. Name and Address of Reporting Person* | | |
| RBS INVESTMENT MANAGEMENT, L.L.C. | | |
| (Last) | (First) | (Middle) |
| 1170 KANE CONCOURSE, SUITE 200 | | |
| (Street) | | |
| BAY HARBOR | FL | 33154 |
| (City) (State) (Zip) | | |
| 1. Name and Address of Reporting Person* | | |
| CRK PARTNERS LLC | | |
| (Last) | (First) | (Middle) |
| 1170 KANE CONCOURSE, SUITE 200 | | |
| (Street) | | |
| BAY HARBOR | FL | 33154 |
| (City) (State) (Zip) | | |
| 1. Name and Address of Reporting Person* | | |
| ESL INVESTMENTS, INC. | | |
| (Last) | (First) | (Middle) |
| 1170 KANE CONCOURSE, SUITE 200 | | |
| (Street) | | |
| BAY HARBOR | FL | 33154 |
| (City) (State) (Zip) | | |

Explanation of Responses:

- The shares of common stock of Lands' End, Inc. (the "Issuer"), par value \$0.01 per share ("Shares"), are directly beneficially owned by SPE I Partners, LP ("SPE I"), of which RBS Partners, L.P. ("RBS") is the sole general partner. Edward S. Lampert is the Chairman, Chief Executive Officer and Director of ESL Investments, Inc. ("ESL"), the sole general partner of RBS. On June 16, 2014, RBS made a capital contribution of \$16,800,000 to SPE I, resulting in the acquisition by RBS of an approximate 12.9% general partner interest in SPE I. Each of RBS, ESL and Mr. Lampert disclaims beneficial ownership of the securities owned by SPE I except to the extent of the pecuniary interest of RBS, ESL and Mr. Lampert, respectively, therein.
- This statement is jointly filed by and on behalf of each of Mr. Lampert, ESL Partners, L.P. ("Partners"), SPE I, SPE Master I, LP ("SPE Master I"), RBS, ESL Institutional Partners, L.P. ("Institutional"), RBS Investment Management, L.L.C. ("RBSIM"), CRK Partners, LLC ("CRK LLC") and ESL. Mr. Lampert, Partners, SPE I, SPE Master I, Institutional and CRK LLC are the direct beneficial owners of the securities covered by this statement.
- RBS is the general partner of, and may be deemed to beneficially own securities owned by, Partners, SPE I and SPE Master I. RBSIM is the general partner of, and may be deemed to beneficially own securities owned by, Institutional. ESL is the general partner of RBS, the sole member of CRK LLC and the manager of RBSIM. ESL may be deemed to beneficially own securities owned by RBS, CRK LLC and RBSIM. Mr. Lampert is the Chairman, Chief Executive Officer and Director of, and may be deemed to beneficially own securities owned by, ESL.
- The reporting persons state that neither the filing of this statement nor anything herein shall be deemed an admission that such persons are, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or otherwise, the beneficial owners of any securities covered by this statement. The reporting persons disclaim beneficial ownership of the securities covered by this statement, except to the extent of the pecuniary interest of such persons in such securities.
- The reporting persons may be deemed to be a member of a group with respect to the Issuer or securities of the Issuer for purposes of Section 13(d) or 13(g) of the Exchange Act. The reporting persons declare that neither the filing of this statement nor anything herein shall be construed as an admission that such persons are, for the purposes of Section 13(d) or 13(g) of the Exchange Act or any other purpose, a member of a group with respect to the Issuer or securities of the Issuer.
- The Shares are directly beneficially owned by SPE Master I, of which RBS is the sole general partner. Mr. Lampert is the Chairman, Chief Executive Officer and Director of ESL, the sole general partner of RBS. On June 16, 2014, RBS made a capital contribution of \$25,000,000 to SPE Master I, resulting in the acquisition by RBS of an approximate 14.96% general partner interest in SPE Master I. Each of RBS, ESL and Mr. Lampert disclaims beneficial ownership of the securities owned by SPE Master I except to the extent of the pecuniary interest of RBS, ESL and Mr. Lampert, respectively, therein.
- Represents Shares directly beneficially owned by Partners.
- Represents Shares directly beneficially owned by Institutional.
- Represents Shares directly beneficially owned by CRK LLC.

Remarks:

Exhibit Index Exhibit 99.1 - Joint Filer Information (filed herewith) Exhibit 99.2 - Joint Filing Agreement (filed herewith)

[EDWARD S. LAMPERT, By:](#) 06/18/2014
[/s/ Edward S. Lampert](#)
[ESL PARTNERS, L.P., By:](#)
[RBS Partners, L.P., Its: General](#)
[Partner, By: ESL Investments,](#)
[Inc., Its: General Partner, By:](#) 06/18/2014
[/s/ Edward S. Lampert, Name:](#)
[Edward S. Lampert, Title:](#)
[Chief Executive Officer](#)

SPE I PARTNERS, LP, By:
RBS Partners, L.P., Its: General
Partner, By: ESL Investments,
Inc., Its: General Partner, By: 06/18/2014
/s/ Edward S. Lampert, Name:
Edward S. Lampert, Title:
Chief Executive Officer
SPE MASTER I, LP, By: RBS
Partners, L.P., Its: General
Partner, By: ESL Investments,
Inc., Its: General Partner, By: 06/18/2014
/s/ Edward S. Lampert, Name:
Edward S. Lampert, Title:
Chief Executive Officer
RBS PARTNERS, L.P., By:
ESL Investments, Inc., Its:
General Partner, By: /s/ 06/18/2014
Edward S. Lampert, Name:
Edward S. Lampert, Title:
Chief Executive Officer
ESL INSTITUTIONAL
PARTNERS, L.P., By: RBS
Investment Management,
L.L.C., Its: General Partner,
By: ESL Investments, Inc., Its: 06/18/2014
Manager, By: /s/ Edward S.
Lampert, Name: Edward S.
Lampert, Title: Chief
Executive Officer
RBS INVESTMENT
MANAGEMENT, L.L.C., By:
ESL Investments, Inc., Its:
Manager, By: /s/ Edward S. 06/18/2014
Lampert, Name: Edward S.
Lampert, Title: Chief
Executive Officer
CRK PARTNERS, LLC, By:
ESL Investments, Inc., Its:
Sole Member, By: /s/ Edward 06/18/2014
S. Lampert, Name: Edward S.
Lampert, Title: Chief
Executive Officer
ESL INVESTMENTS, INC.,
By: /s/ Edward S. Lampert, 06/18/2014
Name: Edward S. Lampert,
Title: Chief Executive Officer
** 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.

JOINT FILER INFORMATION

Other Reporting Person(s)

1. ESL PARTNERS, L.P.

| Item | Information |
|--|--|
| Name: | ESL Partners, L.P. |
| Address: | 1170 Kane Concourse, Suite 200, Bay Harbor, FL 33154 |
| Designated Filer: | Edward S. Lampert |
| Date of Event Requiring Statement (Month/Day/Year): | June 16, 2014 |
| Issuer Name and Ticker or Trading Symbol: | Lands' End, Inc. [LE] |
| Relationship of Reporting Person(s) to Issuer: | 10% Owner |
| If Amendment, Date Original Filed (Month/Day/Year): | Not Applicable |
| Individual or Joint/Group Filing: | Form filed by More than One Reporting Person |
| Signature: | By: RBS Partners, L.P. Its: General Partner |
| | By: ESL Investments, Inc. Its: General Partner |
| | By: /s/ Edward S. Lampert ----- Name: Edward S. Lampert Title: Chief Executive Officer Date: June 18, 2014 |

2. SPE I PARTNERS, LP

| Item | Information |
|--|---|
| Name: | SPE I Partners, LP |
| Address: | 1170 Kane Concourse, Suite 200, Bay Harbor, FL 33154 |
| Designated Filer: | Edward S. Lampert |
| Date of Event Requiring Statement (Month/Day/Year): | June 16, 2014 |
| Issuer Name and Ticker or Trading Symbol: | Lands' End, Inc. [LE] |
| Relationship of Reporting Person(s) to Issuer: | 10% Owner |
| If Amendment, Date Original Filed (Month/Day/Year): | Not Applicable |
| Individual or Joint/Group Filing: | Form filed by More than One Reporting Person |
| Signature: | By: RBS Partners, L.P. Its: General Partner |

By: ESL Investments, Inc.
Its: General Partner

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer
Date: June 18, 2014

3. SPE MASTER I, LP

Item Information
Name: SPE Master I, LP
Address: 1170 Kane Concourse, Suite 200,
Bay Harbor, FL 33154
Designated Filer: Edward S. Lampert
Date of Event Requiring Statement
(Month/Day/Year): June 16, 2014
Issuer Name and Ticker or Trading
Symbol: Lands' End, Inc. [LE]
Relationship of Reporting Person(s)
to Issuer: 10% Owner
If Amendment, Date Original Filed
(Month/Day/Year): Not Applicable
Individual or Joint/Group Filing: Form filed by More than One
Reporting Person
Signature: By: RBS Partners, L.P.
Its: General Partner
By: ESL Investments, Inc.
Its: General Partner
By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer
Date: June 18, 2014

4. RBS PARTNERS, L.P.

Item Information
Name: RBS Partners, L.P.
Address: 1170 Kane Concourse, Suite 200,
Bay Harbor, FL 33154
Designated Filer: Edward S. Lampert
Date of Event Requiring Statement
(Month/Day/Year): June 16, 2014
Issuer Name and Ticker or Trading
Symbol: Lands' End, Inc. [LE]
Relationship of Reporting Person(s)
to Issuer: 10% Owner
If Amendment, Date Original Filed
(Month/Day/Year): Not Applicable
Individual or Joint/Group Filing: Form filed by More than One
Reporting Person
Signature: By: ESL Investments, Inc.
Its: General Partner

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer
Date: June 18, 2014

5. ESL INSTITUTIONAL PARTNERS, L.P.

Item Information
Name: ESL Institutional Partners, L.P.
Address: 1170 Kane Concourse, Suite 200,
Bay Harbor, FL 33154
Designated Filer: Edward S. Lampert
Date of Event Requiring Statement
(Month/Day/Year): June 16, 2014
Issuer Name and Ticker or Trading
Symbol: Lands' End, Inc. [LE]
Relationship of Reporting Person(s)
to Issuer: 10% Owner
If Amendment, Date Original Filed
(Month/Day/Year): Not Applicable
Individual or Joint/Group Filing: Form filed by More than One
Reporting Person
Signature: By: RBS Investment Management, L.L.C.
Its: General Partner
By: ESL Investments, Inc.
Its: Manager
By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer
Date: June 18, 2014

6. RBS INVESTMENT MANAGEMENT, L.L.C.

Item Information
Name: RBS Investment Management, L.L.C.
Address: 1170 Kane Concourse, Suite 200,
Bay Harbor, FL 33154
Designated Filer: Edward S. Lampert
Date of Event Requiring Statement
(Month/Day/Year): June 16, 2014
Issuer Name and Ticker or Trading
Symbol: Lands' End, Inc. [LE]
Relationship of Reporting Person(s)
to Issuer: 10% Owner
If Amendment, Date Original Filed
(Month/Day/Year): Not Applicable
Individual or Joint/Group Filing: Form filed by More than One
Reporting Person
Signature: By: ESL Investments, Inc.
Its: Manager

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer
Date: June 18, 2014

7. CRK PARTNERS, LLC

Item Information
Name: CRK Partners, LLC
Address: 1170 Kane Concourse, Suite 200,
Bay Harbor, FL 33154
Designated Filer: Edward S. Lampert
Date of Event Requiring Statement
(Month/Day/Year): June 16, 2014
Issuer Name and Ticker or Trading
Symbol: Lands' End, Inc. [LE]
Relationship of Reporting Person(s)
to Issuer: 10% Owner
If Amendment, Date Original Filed
(Month/Day/Year): Not Applicable
Individual or Joint/Group Filing: Form filed by More than One
Reporting Person
Signature: By: ESL Investments, Inc.
Its: Sole Member
By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer
Date: June 18, 2014

8. ESL INVESTMENTS, INC.

Item Information
Name: ESL Investments, Inc.
Address: 1170 Kane Concourse, Suite 200,
Bay Harbor, FL 33154
Designated Filer: Edward S. Lampert
Date of Event Requiring Statement
(Month/Day/Year): June 16, 2014
Issuer Name and Ticker or Trading
Symbol: Lands' End, Inc. [LE]
Relationship of Reporting Person(s)
to Issuer: 10% Owner
If Amendment, Date Original Filed
(Month/Day/Year): Not Applicable
Individual or Joint/Group Filing: Form filed by More than One
Reporting Person
Signature: By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer
Date: June 18, 2014

JOINT FILING AGREEMENT

June 18, 2014

Pursuant to and in accordance with the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations thereunder, each party hereto hereby agrees to the joint filing, on behalf of each of them, of any filing required by such party under Section 13 or Section 16 of the Exchange Act or any rule or regulation thereunder (including any amendment, restatement, supplement, and/or exhibit thereto) with the Securities and Exchange Commission (and, if such security is registered on a national securities exchange, also with the exchange), and further agrees to the filing, furnishing, and/or incorporation by reference of this agreement as an exhibit thereto. This agreement shall remain in full force and effect until revoked by any party hereto in a signed writing provided to each other party hereto, and then only with respect to such revoking party.

IN WITNESS WHEREOF, each party hereto, being duly authorized, has caused this agreement to be executed and effective as of the date set forth below.

Date: June 18, 2014

EDWARD S. LAMPERT

By: /s/ Edward S. Lampert

ESL PARTNERS, L.P.

By: RBS Partners, L.P.
Its: General Partner

By: ESL Investments, Inc.
Its: General Partner

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer

SPE I PARTNERS, LP

By: RBS Partners, L.P.
Its: General Partner

By: ESL Investments, Inc.
Its: General Partner

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer

SPE MASTER I, LP

By: RBS Partners, L.P.
Its: General Partner

By: ESL Investments, Inc.
Its: General Partner

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer

RBS PARTNERS, L.P.

By: ESL Investments, Inc.
Its: General Partner

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer

ESL INSTITUTIONAL PARTNERS, L.P.

By: RBS Investment Management, L.L.C.
Its: General Partner

By: ESL Investments, Inc.
Its: Manager

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer

RBS INVESTMENT MANAGEMENT, L.L.C.

By: ESL Investments, Inc.
Its: Manager

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer

CRK PARTNERS, LLC

By: ESL Investments, Inc.
Its: Sole Member

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer

ESL INVESTMENTS, INC.

By: /s/ Edward S. Lampert

Name: Edward S. Lampert
Title: Chief Executive Officer