

LANDS' END, INC.
Reported by
ESL INVESTMENTS, INC.

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 08/02/17 for the Period Ending 07/31/17

| | |
|-------------|--|
| Address | ONE LANDS END LN DODGEVILLE, WI 53595 |
| Telephone | 6089359341 |
| CIK | 0000799288 |
| Symbol | LE |
| SIC Code | 5651 - Family Clothing Stores |
| Industry | Apparel & Accessories Retailers |
| Sector | Consumer Cyclical |
| Fiscal Year | 01/31 |

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL
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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 OF SECURITIES

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 * LAMPERT EDWARD S (Last) (First) (Middle) 1170 KANE CONCOURSE, SUITE 200 (Street) BAY HARBOR ISLANDS, FL 33154 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol LANDS' END, INC. [LE] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |
| 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">7/31/2017</p> | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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 | 7/31/2017 | | P | | 5000 | A | \$13.00 | 14511860 | D | (1)(2)(3)(4) |
| Common Stock, par value \$0.01 per share | 8/2/2017 | | P | | 95949 | A | \$13.00 | 14607809 | D | (1)(2)(3)(4) |
| Common Stock, par value \$0.01 per share | | | | | | | | 6049807 | I | See Footnotes (1)(2)(3)(4)(5) |
| Common Stock, par value \$0.01 per share | | | | | | | | 45156 | I | See Footnotes (1)(2)(3)(4)(6) |
| Common Stock, par value \$0.01 per share | | | | | | | | 58156 | I | See Footnotes (1)(2)(3)(4)(7) |

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 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 of Derivative Security: 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 | | | | |

Explanation of Responses:

- (1) This statement is jointly filed by and on behalf of each of Edward S. Lampert, ESL Partners, L.P. ("Partners"), SPE I Partners, LP ("SPE I"), SPE Master I, LP ("SPE Master I"), RBS Partners, L.P. ("RBS") and ESL Investments, Inc. ("ESL"). Mr. Lampert, Partners, SPE I and SPE Master I are the direct beneficial owners of the securities covered by this statement.
- (2) RBS is the general partner of, and may be deemed to beneficially own securities owned by, Partners, SPE I and SPE Master I. Mr. Lampert is a limited partner of, and may be deemed to beneficially own certain securities owned by, RBS. ESL is the general partner of, and may be deemed to beneficially own securities owned by, RBS. Mr. Lampert is the Chairman, Chief Executive Officer and Director of, and may be deemed to beneficially own securities owned by, ESL.
- (3) 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.
- (4) The reporting persons may be deemed to be a member of a group with respect to Lands' End, Inc. (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.

(5) Represents shares of common stock of the Issuer, par value \$0.01 per share ("Shares"), directly beneficially owned by Partners.

(6) Represents Shares directly beneficially owned by SPE I.

(7) Represents Shares directly beneficially owned by SPE Master I.

Remarks:

Exhibit Index

Exhibit 99.1 - Joint Filer Information (filed herewith)

Exhibit 99.2 - Joint Filing Agreement (filed herewith)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LAMPERT EDWARD S 1170 KANE CONCOURSE, SUITE 200 BAY HARBOR ISLANDS, FL 33154 | | X | | |
| ESL PARTNERS, L.P. 1170 KANE CONCOURSE, SUITE 200 BAY HARBOR ISLANDS, FL 33154 | | X | | |
| SPE I Partners, L.P. 1170 KANE CONCOURSE, SUITE 200 BAY HARBOR ISLANDS, FL 33154 | | X | | |
| SPE Master I, L.P. 1170 KANE CONCOURSE, SUITE 200 BAY HARBOR ISLANDS, FL 33154 | | X | | |
| RBS PARTNERS, L.P. 1170 KANE CONCOURSE, SUITE 200 BAY HARBOR ISLANDS, FL 33154 | | X | | |
| ESL INVESTMENTS, INC. 1170 KANE CONCOURSE, SUITE 200 BAY HARBOR ISLANDS, FL 33154 | | X | | |

Signatures

EDWARD S. LAMPERT, By: /s/ Edward S. Lampert 8/2/2017
--Signature of Reporting Person Date

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 8/2/2017
--Signature of Reporting Person Date

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 8/2/2017
--Signature of Reporting Person Date

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 8/2/2017
--Signature of Reporting Person Date

RBS PARTNERS, L.P., By: ESL Investments, Inc., Its: General Partner, By: /s/ Edward S. Lampert, Name: Edward S. Lampert, Title: Chief Executive Officer 8/2/2017
--Signature of Reporting Person Date

ESL INVESTMENTS, INC., By: /s/ Edward S. Lampert, Name: Edward S. Lampert, Title: Chief Executive Officer 8/2/2017
--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 control 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 Islands, FL 33154 |
| Designated Filer: | Edward S. Lampert |
| Date of Event Requiring Statement (Month/Day/Year): | July 31, 2017 |
| 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: August 2, 2017 |

2. SPE I PARTNERS, LP

| Item | Information |
|--|---|
| Name: | SPE I Partners, LP |
| Address: | 1170 Kane Concourse, Suite 200, Bay Harbor Islands, FL 33154 |
| Designated Filer: | Edward S. Lampert |
| Date of Event Requiring Statement (Month/Day/Year): | July 31, 2017 |
| 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: August 2, 2017

3. SPE MASTER I, LP

Item Information

Name: SPE Master I, LP

Address: 1170 Kane Concourse, Suite 200,
Bay Harbor Islands, FL 33154

Designated Filer: Edward S. Lampert

Date of Event Requiring
Statement (Month/Day/Year): July 31, 2017

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: August 2, 2017

4. RBS PARTNERS, L.P.

Item Information

Name: RBS Partners, L.P.

Address: 1170 Kane Concourse, Suite 200,
Bay Harbor Islands, FL 33154

Designated Filer: Edward S. Lampert

Date of Event Requiring
Statement (Month/Day/Year): July 31, 2017

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: August 2, 2017

5. ESL INVESTMENTS, INC.

Item Information

Name: ESL Investments, Inc.

Address: 1170 Kane Concourse, Suite 200,
Bay Harbor Islands, FL 33154

Designated Filer: Edward S. Lampert

Date of Event Requiring Statement (Month/Day/Year): July 31, 2017

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: August 2, 2017

JOINT FILING AGREEMENT

August 2, 2017

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: August 2, 2017

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 INVESTMENTS, INC.

By: /s/ Edward S. Lampert

Name: Edward S. Lampert

Title: Chief Executive Officer